

SUPERTEX INDUSTRIES LIMITED

An ISO 9001:2015 Certified Company

HEAD OFFICE : BALKRISHNA KRUPA, 2ND FLOOR,
45/49, BABU GENU ROAD, PRINCESS STREET,
MUMBAI - 400 002

TEL.: 91-22-22095630 / 31, 22069034

EMAIL : info@supertex.in • WEBSITE : www.supertex.in

CIN.: L99999DN1986PLC000046



Date: 30th May, 2024

To,
Bombay Stock Exchange Limited
Department of Corporate Service
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Scrip Code: 526133

Sub: Submission of Annual Secretarial Compliance Report under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 for the financial year ended 31st March, 2024

Dear Sir/ Madam

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the financial year ended 31st March, 2024 issued by M/s Vikas R. Chomal & Associates, Practicing Company Secretaries.

Kindly take the same on your records.

Thanking you

Yours faithfully

For **Supertex Industries Limited**

**SANJAY
KUMAR
MISHRA**

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Sanjay Kumar Mishra
Director and CFO
DIN: 00304796

Encl : As above

VIKAS R CHOMAL AND ASSOCIATES

PRACTICING COMPANY SECRETARIES

Head office: A/B-201, 2nd Floor, Manas Bldg, Khakar Alley, Thane West, Thane - 400601

Branch office: C/o. Dalal Desai & Kumana, Chartered Accountants, Union Co. op Insurance Bldg., 2nd Floor, 23, P M Road, Fort, Mumbai – 400001.

Email: csvrca@gmail.com/vikas@vrca.co.in, **Phone:** 022-25410931/9867811641

Secretarial Compliance Report of The Supertex Industries Limited for the financial year ended 31st March 2024

To,
The Board of Directors,
Supertex Industries Limited
Plot no 45/46, Piperia Industrial estate,
Phase-II, Silvassa DN 396230

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Supertex Industries Limited (hereinafter referred as 'the listed entity'), having its Registered Office at Plot no 45/46, Piperia Industrial estate, Phase-II, Silvassa DN 396230. Secretarial Review was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon. Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We, Vikas R. Chomal and Associates, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by **Supertex Industries Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this

certification, for the year ended 31st March, 2024 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined,

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include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Review Period)**
 - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the Review Period)**
 - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the Review Period)**
 - (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Review Period)**
 - (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (h) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- and circulars/ guidelines issued thereunder.

and based on the above examination, We hereby report that, during the Review period:

- I. (a) (**) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	As per SEBI's circular no. CIR/ISD /3/2011 dated 17 th	Regulation 31 of SEBI (LODR) Regulation, 2015	The Promoters Shareholding of the Company is not 100% held in dematerialized	PCS	Listed entity have followed up Vigorously for the same with the	The Promoters Shareholding of the Company is not	-	The Promoters Shareholding of the Company is not	Listed entity have followed up Vigorously	-

	June 2011 and as per Regulation 31 of SEBI (LODR) Regulation, 2015 100% of Promoter and Promoter Groups shareholding should be dematerialized.		zed form. (180 Shares i.e. 0.002%) are still in Physical form.		concerned promoter. He has misplaced the original share certificate and has applied for new certificate. Post that it will be dematerialized.	100% held in dematerialized form.		100% held in dematerialized form.	usly for the same with the concerned promoter. He has misplaced the original share certificate and has applied for new certificate. Post that it will be dematerialized.	
2	Regulation 13(3) of SEBI (LODR) Reg., 2015 The Listed Entity shall file with recognized stock exchange (s) on a quarterly basis, within twenty one days	Regulation 13(3) of SEBI (LODR) Reg., 2015	Late submission of Quarterly report on Investor Complaints for quarter ended 31 st March, 2024.	BSE	Imposed Fine.	Late submission of Quarterly report on Investor Complaints for quarter ended 31 st March, 2024.	Rs. 9,440/- Including Gst	Late submission of Quarterly report on Investor Complaints for quarter ended 31 st March, 2024.	Late submission of Quarterly report on Investor Complaints for quarter ended 31 st March, 2024.	Fine not paid by the company yet.

	from the end of each quarter.									
3	As per Regulation 31(1)(b) of SEBI (LODR) Reg., 2015 The Listed entity shall submit to the stock exchange (s) a statement showing holding of securities and shareholding pattern separately for each class of securities, in the format specified by the Board on quarterly basis, within Twenty one days from the end of the each	As per Regulation 31(1)(b) of SEBI (LODR) Reg., 2015	Late submission of Quarterly report on shareholding pattern for quarter ended on 30 th June, 2023 & 31 st March, 2024.	BSE	Fine imposed	Late submission of Quarterly report on shareholding pattern for quarter ended on 30 th June, 2023 & 31 st March, 2024.	Rs. 61,360 including Gst	Late submission of Quarterly report on shareholding pattern for quarter ended on 30 th June, 2023 & 31 st March, 2024.	Late submission of Quarterly report on shareholding pattern for quarter ended on 30 th June, 2023 & 31 st March, 2024.	Fine Paid Rs 35,400 including Gst on dated 06.09.2023 for the quarter ended 30.06.2023. Fine of Rs 25,960 including Gst for the quarter ended 31.03.2024 is pending to be paid.

	quarter.									
4	As per Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018. The Listed Entity shall submit Reconciliation of Share capital audit report on quarterly basis within thirty days from the end of the each quarter.	As per Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018	Late submission of Quarterly report on Reconciliation of Share Capital Audit Report for quarter ended 31 st March, 2024.	-	-	Late submission of Quarterly report on Reconciliation of Share Capital Audit Report for quarter ended 31 st March, 2024.	-	Late submission of Quarterly report on Reconciliation of Share Capital Audit Report for quarter ended 31 st March, 2024.	Late submission of Quarterly report on Reconciliation of Share Capital Audit Report for quarter ended 31 st March, 2024.	-
5	As per Regulation 40(10) of SEBI (LODR) Reg., 2015. The Listed entity shall ensure that the certificate mentioned	As per Regulation 40(10) of SEBI (LODR) Reg., 2015	Late submission of Yearly Compliance on certificate issued by Practicing Company Secretary under regulation 40(9) of SEBI (LODR) Reg., 2015 for quarter	PCS	Late submission	Late submission of Yearly Compliance on certificate issued by Practicing Company Secretary under regulation 40(9) of	-	Late submission of Yearly Compliance on certificate issued by Practicing Company Secretary under regulation 40(9) of	Late submission of Yearly Compliance on certificate issued by Practicing Company Secretary under regulation 40(9) of	-

	d under sub-regulation (9) of Regulation 40 of the SEBI(LODR) Reg., 2015 shall be filed with stock exchange (s) within 30 days from the end of the Financial Year.		ended 31 st March, 2024.			SEBI (LODR) Reg., 2015 for quarter ended 31 st March, 2024.		SEBI (LODR) Reg., 2015 for quarter ended 31 st March, 2024.	ny Secretary under regulation 40(9) of SEBI (LODR) Reg., 2015 for quarter ended 31 st March, 2024.	
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks

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1	As per SEBI's circular no. CIR/ISD /3/2011 dated 17 th June 2011 and as per Regulation 31 of SEBI (LODR) Regulation, 2015 100% of Promoter and Promoter Groups shareholding should be dematerialized.	Regulation 31 of SEBI (LODR) Regulation, 2015	The Promoters Shareholding of the Company is not 100% held in dematerialized form. (180 Shares i.e. 0.002%) are still in Physical form.	Listed entity have followed up Vigorously for the same with the concerned promoter. He has misplaced the original share certificate and has applied for new certificate. Post that it will be dematerialized.	NA	The Promoters Shareholding of the Company is not 100% held in dematerialized form.	NA	The Promoters Shareholding of the Company is not 100% held in dematerialized form.	Listed entity have followed up Vigorously for the same with the concerned promoter. He has misplaced the original share certificate and has applied for new certificate. Post that it will be dematerialized	-
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II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	NA	No such resignation. However, the Auditor's have been reappointed under Section 139(1) after the expiry of 5 years of its term subject to the approval of members in ensuing AGM.
2.	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p>	NA	No such resignation
Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*

	<p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/ CFD/CMD1/114/2019 dated 18 th October, 2019.	NA	No such resignation

III. We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
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1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/ information under aseparate section on the website ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website 	Yes	
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	NA	The Company does not have any subsidiary/material subsidiary.
Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*

6.	<p>Preservation of Documents:</p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	Yes	
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p>	Yes	
9.	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>Action(s) taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder</p>	NA	Stock Exchange has imposed a fine for delay in submission of certain compliances.

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

FOR VIKAS R CHOMAL AND ASSOCIATES

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PRACTICING COMPANY SECRETARIES
FCS NO: 11623
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Date: 30.05.2024
Place: Thane, Maharashtra

ICSI Firm Peer Review Reg No: S2013MH21650
ICSI UDIN: F011623F000503477