

30.05.2022

Department of Corporate Service
Bombay Stock Exchange Ltd.
PhirozeJeejeebhoy Tower.
Dalal Street,
Mumbai - 400 001

Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No C/1, G-Block,
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400051

BSE Scrip Code: 532604

NSE Symbol – SALSTEEL

Dear Sirs,

Sub: Submission of Annual Secretarial Compliance Report for the Financial Year ended on 31st March, 2022.

Please find enclosed herewith Annual Secretarial Compliance Report for the financial year ended on 31st March, 2022, issued by M/s. Kamlesh M. Shah & Co., Practicing Company Secretaries.

You are requested to take the same on record and acknowledge the receipt of the same.

Thanking you.

Yours faithfully,

FOR SAL STEEL LIMITED



MANISH DAULANI

COMPANY SECRETARY & COMPLIANCE OFFICER



ENCL.: AS MENTIONED ABOVE



SECRETARIAL COMPLIANCE REPORT OF S A L STEEL LIMITED
FOR THE YEAR ENDED MARCH 31, 2022

(Pursuant to regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

I Kamlesh M. Shah have examined;

- (a) all the documents and records made available to us and explanation provided by **SAL STEEL LIMITED** (CIN: L29199GJ2003PLC043148) (“the listed entity”);
- (b) the filings / submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity; and
- (d) any other document / filing, as may be relevant, which has been relied upon to make this certification, for the year ended **March 31, 2022** (“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, 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 for the year under report**)
- (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 for the year under report**)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (**Not Applicable for the year under report**)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not Applicable for the year under report**)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (**Not Applicable for the year under report**)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (**Not Applicable for the year under report**).





and circulars / guidelines issued thereunder and based on the above examination, I hereby report that, during the period under report:

- (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)	Deviations	Observations / Remarks of the Practicing Company Secretary
1	Regulation 27(2)	Delayed submission of the corporate governance compliance report within the period provided under this regulation for the Quarter ended as on 31.03.2022	Company has Complied with Regulation 27(2) one day late due to some technical error. Stock Exchange has levied the penalty and the same is paid by Company.
2	Regulation 23 (9)	Delayed compliance with disclosure of related party transactions on consolidated basis for the Quarter ended as on 30.09.2021	Company has Complied with Regulation 23(9) on belated Basis due to the on-going income tax search in the associate company of SAL Steel Limited. Stock Exchange has levied the penalty and the same is paid by Company.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder insofar as it appears from my examination of those records.

- (c) The following are the details of actions taken against the listed entity / its promoters / directors / material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts / Regulations and circulars / guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations / Remarks of the Practicing Company Secretary, if any.
1.	Stock Exchange	Regulation 27(2) Delayed submission of the corporate governance compliance report within the period provided under this regulation for the Quarter ended as on 31.03.2022	Fine levied by Stock Exchange	Company has Complied with Regulation 27(2) one day late due to some technical error. Stock Exchange has levied the penalty and the same is paid by Company.



KAMLESH M. SHAH & CO.

B.COM LL B ACS

Since - 1993
PEER REVIEWED

PRACTICING COMPANY SECRETARY

801-A, 8th Floor, Mahalay Complex, Opp. Choice Restaurant Lane, B/h. Fairdeal House,
Off. C. G. Road, Navrangpura, Ahmedabad - 380 009. Mo.: 09825097709 Phone : 079-26447709
E-mail : kshahcs@yahoo.co.in, cskshah@rediffmail.com

2	Stock Exchange	Regulation 23 (9) Delayed compliance with disclosure of related party transactions on consolidated basis for the Quarter ended as on 30.09.2021	Fine levied by Stock Exchange	Company has Complied with Regulation 23(9) on belated Basis due to the on-going income tax search in the associate company of SAL Steel Limited. Stock Exchange has levied the penalty and the same is paid by Company.
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Bombay Stock Exchange	Delayed Compliance of Regulation 31 of the SEBI (LODR) Regulations, 2015	Fine levied by BSE	The Company has provided its submission to Stock Exchanges on belated basis. The Company has Complied the Compliance and Write the Waiver Penalty Letter to Stock Exchanges for Late submission was due to Company Secretary was detected with Covid-19 Positive and there was no one in the Secretarial Department who can do the same compliance within that time.
2	Bombay Stock Exchange	Delayed Compliance of Regulation 13(3) of the SEBI (LODR) Regulations, 2015	Fine levied by BSE	The Company has provided its submission to Stock Exchanges on belated basis. The Company has Complied the Compliance and Write the Waiver Penalty Letter to Stock Exchanges for Late submission was due to Company Secretary was detected with Covid-19 Positive and there was no one in the Secretarial Department who can do the same compliance within that time.

For Kamlesh M. Shah & Co.,
Practicing Company Secretary



Place: Ahmedabad
Date: May 26, 2022

Kamlesh M. Shah
(Proprietor)

(ACS: 8356, COP: 2072)

UDIN: A008356D000394159