



26th May, 2022

The Secretary

Listing Department

BSE Limited

National Stock Exchange of India Ltd.

Phiroze Jeejeebhoy Towers,

Exchange Plaza,

Dalal Street, Fort,

Bandra - Kurla Complex, Bandra (E)

Mumbai – 400 001

Mumbai – 400 051

BSE Code: 500645

NSE Code: DEEPAKFERT

Dear Sir/ Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2022

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2022.

You are requested to take the same on your record.

Thanking you,
Yours faithfully,

For Deepak Fertilisers
And Petrochemicals Corporation Limited

Ritesh Chaudhry
Company Secretary



Encl: as above

**Secretarial compliance report of Deepak Fertilisers and Petrochemicals Corporation Limited
for the year ended March 31, 2022**

To,

The Members,

Deepak Fertilisers and Petrochemicals Corporation Limited,

Sai Hira, Survey No.93,

Mundhawa, Pune-411036.

We **SVD & Associates, Company Secretaries**, have examined:

- a) all the documents and records made available to us, by way of email and explanations provided by **Deepak Fertilisers and Petrochemicals Corporation 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 **March 31, 2022** (“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, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015(SEBI LODR);
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (**not applicable to the listed entity during the Review Period**);
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 upto August 12, 2021. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 with effect from August 13, 2021 (**not applicable to the listed entity during the Review Period**);
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 upto August 15, 2021. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 with effect from August 16, 2021 (**not applicable to the listed entity during the Review Period**);
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 upto August 15, 2021. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations 2021 with effect from August 16, 2021 (**not applicable to the listed entity during the Review Period**);
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participant Regulation), 2018 and circulars/ guidelines issued thereunder;

And based on the above examination, we hereby report that, during the Review Period:

- (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 29 (2)/29(3) of LODR requires the Company to give prior Intimation to BSE and NSE about the meeting of board of directors at least five days in advance (excluding the date of the intimation and date of the meeting).	Prior Intimation to stock exchanges about the meeting of board of directors was given on November 08, 2021 for the meeting held on November 12, 2021 which is less than the prescribed minimum notice period.	The listed entity needs to ensure that the prior intimation of the board meetings is given to recognized stock exchanges within the time prescribed under Regulation 29 (2) /29 (3) of SEBI LODR.
2.	Regulation 32 (1) of LODR required the Company to file the statement of deviation(s) or variation(s) within forty-five days from the end of each quarter.	Statement of deviation(s) or variation(s) filed for quarter ended September 30, 2021 was filed on November 23, 2021 which is beyond forty-five days from the end of the quarter.	The listed entity needs to file the statement of deviation or variation within the time prescribed under Regulation 32 of SEBI LODR.

(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 our 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.	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)	Prior Intimation to BSE and NSE about the meeting of board of directors was given on November 08, 2021 for the meeting held on	BSE vide notice dated December 14, 2021 levied a fine of Rs. 11,800/- inclusive of GST for delay	Payment to BSE was made on December 22, 2021. Payment to NSE was made on December 24, 2021.

		<p>November 12, 2021, which is less than the prescribed minimum notice period.</p>	<p>in giving intimation of Board meeting for approving the financials for September 30, 2021.</p> <p>NSE vide notice dated December 14, 2021 levied a fine of Rs. 11,800/- inclusive of GST for delay in giving intimation of Board meeting for approving the financials for September 30, 2021.</p>	<p>2021.</p> <p>The listed entity needs to ensure that the prior intimation of the board meetings is given to recognized stock exchanges within the time prescribed under Regulation 29 (2) /29 (3) of SEBI LODR.</p>
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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(The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	<p>As per Regulation 17 sub regulation 1 clause (a) of LODR, Board of directors of the top 1000 listed entities shall have at least one independent woman director by April 1, 2020.</p> <p>The Company has appointed the Independent Woman Director w.e.f. May 14, 2020.</p>	<p>March 31, 2021</p>	<p>The listed entity has appointed the Independent Woman Director w.e.f. May 14, 2020.</p>	<p>The action taken by the listed entity is self-explanatory.</p>
2.	<p>Regulation 13 of LODR requires the Company to ensure that adequate steps are taken for expeditious redressal of investor complaints.</p>	<p>March 31, 2021</p>	<p>The listed entity has submitted representation to BSE for</p>	<p>The waiver request of the listed entity is pending.</p>

<p><i>Fine of Rs.2360 inclusive of GST was levied by BSE per SEBI circulars no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated 22 January, 2020 and SEBI/HO/OIAE/IGRD/CIR/P/2020/152 dated August 13, 2020.</i></p>		<p><i>waiver of the fine levied upon it. In the interim, pending waiver of fine by BSE, the same has been paid UNDER PROTEST to avoid the consequences of non-payment.</i></p>
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(e) The listed entity has suitably included the conditions as mentioned in Para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of statutory auditor of the listed entity.

**For SVD & Associates
Company Secretaries**

Mudaliar



Sridhar Mudaliar

Partner

FCS No: 6156

C P No: 2664

Place: Pune

Date: May 25, 2022

Peer Review No: P2013MH075200

UDIN: F006156D000367352