



S. Anil Kumar Jain B.Com., FCS

Balu Sridhar M.A.C.S., FCS., LLB

Pankaj Mehta B.Com (C.S.), ACS

SECRETARIAL COMPLIANCE REPORT

of

MIL INDUSTRIES LIMITED

For the Financial Year Ended 31st March, 2021

We, M/s. A K Jain & Associates have examined:

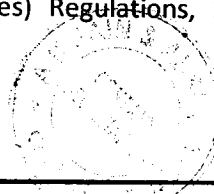
- (a) all the documents and records made available to us and explanation provided by M/s. MIL INDUSTRIES LIMITED ("the listed entity");
- (b) the filings / submissions made by the listed entity to the Stock Exchanges;
- (c) website of the listed entity;
- (d) any other document / filing, as may be relevant, which has been relied upon to make this certification;

for the year ended 31st March, 2021 ("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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable during the reporting 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 during the reporting period)**



G. n. p. s.

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014
(Not applicable during the reporting period)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
(Not applicable during the reporting period)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Not applicable during the reporting period)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 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:

S.No	Compliance Requirement (Regulations / Circulars / Guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder in so far 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:

S.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
1	Metropolitan Stock Exchange of India Limited	Reg. 17 (1)	The Company has received notice levying fine of Rs.460,000/- plus GST at 18%.	The Company has submitted the clarification and fine has been subsequently withdrawn by the stock exchange

The listed entity has taken the following actions to comply with the observations made in previous reports:

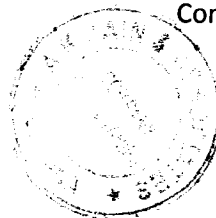


Report

Sr No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Regulation 18 of SEBI (LODR) Regulations, 2015	In view of sudden demise of an Independent director on 25.11.2019, the audit committee consisted of 2 members. However, the Company has appointed an Independent director and reconstituted the committee on 21.02.2020.	The Company has appointed an Independent director within the prescribed time of 3 months in terms of SEBI (LODR) Regulations, 2015 and reconstituted the committee on 21.02.2020.	The Company has complied with the constitution of Audit committee.
2	Regulation 19 of SEBI (LODR) Regulations, 2015	In view of sudden demise of an Independent director on 25.11.2019, the nomination & remuneration committee consisted of 2 members. However, the Company has appointed an Independent director and reconstituted the committee on 21.02.2020.	The Company has appointed an Independent director within the prescribed time of 3 months in terms of SEBI (LODR) Regulations, 2015 and reconstituted the committee on 21.02.2020	The Company has complied with the constitution of Nomination & Remuneration committee.
3	Regulation 13 of SEBI (LODR) Regulations, 2015	The investor grievance for the quarter ended 31.3.2020 was submitted on 25.05.2020. The Company has communicated the reason to the Stock Exchange for submission on 25.05.2020	The Company has communicated the reason to the Stock Exchange for submission on 25.05.2020	The reply submitted by the Company is satisfactory

Place: Chennai
Date: 29/06/2021

For A. K. JAIN & ASSOCIATES
Company Secretaries



P. Mehta
PANKAJ MEHTA
Partner
M.No.A29407
C.P.No.10598
UDIN: A029407C000534373