



SHREE PRECOATED STEELS LTD.

CIN : L70109MH2007PLC174206

Regd. Office : 1, Ground Floor, Citi Mall, New Link Road, Andheri (W), Mumbai - 400 053.

Tel.: +91 - 22 - 65526677 | Email : spsl.investors@gmail.com | Website: www.spsl.com

Ref: SEC/SPSL/BSE/2025-26

Date: 29th May 2025

To,
The Manager,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Script Code: 533110

Sub: Annual Secretarial Compliance Report pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Dear Sir / Madam,

Pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular CIR/CFO/CMD1/27/2019 dated 8th February 2019, read with the applicable circulars issued by SEBI/Stock Exchange from time to time, please find enclosed the Annual Secretarial Compliance Report of the Company for the Financial Year ended March 31, 2025 issued by Mrs. Shreya Shah, Practicing Company Secretary, Mumbai.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For SHREE PRECOATED STEELS LIMITED

KRISHNA AGRAWAL

COMPANY SECRETARY & COMPLIANCE OFFICER

Encl.: As above

Secretarial Compliance Report
of
SHREE PRECOATED STEELS LIMITED
(CIN: L70109MH2007PLC174206)

for the year ended 31st March, 2025

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **SHREE PRECOATED STEELS LIMITED** (hereinafter referred as 'the listed entity'), having its Registered Office at 1, Ground Floor, Citi Mall, New Link Road, Andheri – West, Mumbai - 400053. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my 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, I hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I, **Shreya Shah** have examined:

- (a) the documents and records made available to me and explanation provided by **Shree Precoated Steels Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to BSE Ltd.,
- (c) website of the listed entity, and
- (d) any other document/filing, as may be relevant, which has been relied upon to make this report,

for the financial year ended 31st March, 2025 ("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 ("LODR Regulations, 2015");
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations, 2015"); and
- (d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

There were no actions/ events in pursuance of following Regulations prescribed under SEBI Act, requiring compliance thereof by the Company during the year ended 31st March, 2025 under review:



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- (a) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (b) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (c) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; and
- (f) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021

and based on the above examination, I 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
1	SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31 st December, 2024 read with BSE Notice No. 20250102-4 dated 2 nd January, 2025 and BSE Notice No. 20250113-56 dated 13 th January, 2025 read with Regulation 13(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31 st December, 2024 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submitting Investor Grievance Report XBRL for the quarter ended 31 st December, 2024 to BSE after completion of prescribed 45 days from the end of quarter.	NA	NA	The Company submitted Investor Grievance Report XBRL for the quarter ended 31 st December, 2024 to BSE after delay of 4 days.	NA	The Company submitted Investor Grievance Report XBRL for the quarter ended 31 st December, 2024 on 18 th February, 2025 after a delay of 4 days. No explanation was called for by the Stock Exchanges in this regard	Since the integrated filing was introduced for the first time, the compliance under this regulation was erroneously missed out. On realizing the mistake, the Company immediately submitted Investor Grievance report XBRL for the quarter ended 31 st December, 2024 on 18 th February, 2025.
2	SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31 st December, 2024 read with BSE Notice No. 20250102-4 dated 2 nd January, 2025 and BSE Notice No. 20250113-56 dated 13 th January, 2025	SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31 st December, 2024 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submitting Corporate Governance Report XBRL for the quarter ended 31 st December, 2024 to BSE after completion of prescribed 45 days from the end of quarter.	NA	NA	The Company submitted Corporate Governance Report XBRL for the quarter ended 31 st December, 2024 to BSE after delay of 4 days.	NA	The Company submitted Corporate Governance Report XBRL for the quarter ended 31 st December, 2024 on 18 th February, 2025 after a delay of 4 days. No explanation was called for by the Stock	Since the integrated filing was introduced for the first time, the compliance under this regulation was erroneously missed out. On realizing the mistake, the Company immediately submitted Corporate Governance



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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
	read with Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	ts) Regulations, 2015						Exchanges in this regard	Report XBRL for the quarter ended 31 st December, 2024 on 18 th February, 2025.
3	Regulation 17(1D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	No approval for continuation of appointment of Non-Executive Non-Independent Director of the Company was availed from the shareholders of the Company at their first General Meeting held after 31 st March, 2024 as prescribed.	NA	NA	The Company has not taken approval from the shareholders of the Company at their first Annual General Meeting held after 31 st March, 2024 for continuation of appointment of Mr. Nilesh Sarvaiya (DIN: 00799636) as Non-Executive Non-Independent Director of the Company.	NA	The Company has not taken approval from the shareholders of the Company at their first Annual General Meeting held on 30 th September, 2024, being the first General Meeting of the Company after 31 st March, 2024, for continuation of appointment of Mr. Nilesh Sarvaiya (DIN: 00799636) as Non-Executive Non-Independent Director of the Company as per Regulation 17(1D) of SEBI (LODR) Regulations, 2015. No explanation was called for by the Stock Exchange in this regard.	On the basis of representations made by the Company, the Company had inadvertently missed out on seeking approval from the shareholders of the Company at their first Annual General Meeting held on 30 th September, 2024 for continuation of appointment of Mr. Nilesh Sarvaiya (DIN: 00799636) as Non-Executive Non-Independent Director of the Company as per Regulation 17(1D) of SEBI (LODR) Regulations, 2015. The Company will take approval for the said continuation at its Annual General Meeting to be held in the year 2025.
4	Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	No requisite disclosures were made in Explanatory Statement to AGM Notice with regards to appointment of Statutory Auditors.	NA	NA	No requisite disclosures were made in Explanatory Statement to AGM Notice with regards to appointment of M/s V. Parekh & Associates as Statutory Auditors of the Company as per Regulation 36(5)	NA	No requisite details viz. Proposed fees payable to the statutory auditor(s) along with terms of appointment and in case of a new auditor, any material change in the fee payable to such auditor from that paid to	On the basis of representations made by the Company, the Company inadvertently missed out on mentioning requisite disclosures in Explanatory Statement to AGM Notice for



B 107, Shivram Apartment, Above Indian Bank, Ramchandra Lane, Malad (West), Mumbai 400064
M: 9925433351 e-mail: shreya.h.shah28@gmail.com

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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
						of SEBI (LODR) Regulations, 2015.		the outgoing auditor along with the rationale for such change were mentioned in Explanatory Statement to AGM Notice No explanation was called for by the Stock Exchange in this regard.	appointment of M/s V. Parekh & Associates as Statutory Auditors of the Company as per Regulation 36(5) of SEBI (LODR) Regulations, 2015.
5	Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Submission of voting results of the postal ballot event within the prescribed period of two working days from the conclusion of the event.	BSE	SOP/Re minder-dated 30/08/2024	Voting results of the postal ballot event ended on 4 th July 2024 was submitted on BSE on 5 th July 2024	Rs. 10000 + 18% GST	The Company had submitted the voting results pertaining to postal ballot event ended on 4 th July 2024 with BSE on 5 th July 2024. On receipt of SOP Notice from the BSE in this regard, the requisite fine amount was paid on 10 th September, 2024 to BSE. However, application to waive off penalty has also been filed with BSE on 9 th September 2024 and the status of the said application is "under process" as on the date of this report	The Management is of the view that there has been no non-compliance in terms of the said Regulation and hence, application to waive off the penalty has been filed with BSE on 9 th September 2024.

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



B 107, Shivram Apartment, Above Indian Bank, Ramchandra Lane, Malad (West), Mumbai 400064
M: 9925433351 e-mail: shreya.h.shah28@gmail.com

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Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation on Name/ Circular No.	Regulation Number/ circular dated	Deviations	Action Taken by	Type of Action (Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary in the previous report	Observations made in the secretarial compliance report for the year ended	Comments of the practicing company secretary on the actions taken by the listed entity	Remedial actions, if any, taken by the listed entity	Management Response
NIL													

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:

Not applicable since there has been no resignation of Statutory Auditors during the Review period.

III. I 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
1.	Secretarial Standards: 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 are mandatorily applicable.	Yes	
2.	Adoption and timely updation of the Policies: <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 	Yes	
	<ul style="list-style-type: none"> All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	Yes	
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> The Listed entity is maintaining a functional website 	Yes	
	<ul style="list-style-type: none"> Timely dissemination of the documents/ information under a separate section on the website 	Yes	



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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS
	<ul style="list-style-type: none"> 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.	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies	NA	The Listed Entity does not have any subsidiary during the Review period.
	(b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	
6.	Preservation of Documents: 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.	Yes	
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in SEBI Regulations	Yes	
8.	Related Party Transactions: a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; or	Yes	As confirmed by the Listed entity, no Related Party transactions were undertaken without approval of Audit Committee during the Review period
	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.	NA	



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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS
9.	Disclosure of events or information: 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.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any:	Yes	As confirmed by the Management, no Actions has been taken against the listed entity/ its promoters/ directors 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 during the Review period except mentioned above at I (a)(5).
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No additional non-compliance has been observed for any SEBI regulation/circular/guidance note etc. other than mentioned above at I(a)

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. My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.



B 107, Shivram Apartment, Above Indian Bank, Ramchandra Lane, Malad (West), Mumbai 400064
M: 9925433351 e-mail: shreya.h.shah28@gmail.com

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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.



SHREYA
HITESHBH
AI SHAH

Digitally signed by SHREYA HITESHBHAI SHAH
DN: c=IN, o=PERSONAL, pseudonym=71817acdf80f40f8d9d4d45c2507046c,
2.5.4.20=e2b90af95dce7c16a317c0a7611822aca3711d48870443b27ef691f9607256f, postalCode=902205, st=Gojranj,
serialNumber=e6268edc8492095089d5d4b91468770f59a890794c40b568d61cd12c46d43, cn=SHREYA HITESHBHAI SHAH
Date: 2025.05.14 11:18:17 +05'30'

Shreya Shah

Practicing Company Secretary

ACS No.: 39409/CoP No.: 15859

UDIN: A039409G000335914

Peer Review Certificate No. 1696/2022

Place: Mumbai

Date: 14th May, 2025