

Date: 29th May, 2025

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.

Subject: Annual Secretarial Compliance Report for the year ended 31st March, 2025.

Ref: Scrip Code: 537326 (Chemtech Industrial Valves Limited)

Respected Sir/Madam,

In accordance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Secretarial Compliance Report issued by Practicing Company Secretary for the year ended on 31st March, 2025.

You are requested to take the same on your record.

Thanking you.

Yours faithfully,

FOR CHEMTECH INDUSTRIAL VALVES LIMITED

**PRACHI
DILKHUSH
KOTHARI**

Digitally signed by PRACHI DILKHUSH KOTHARI
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Date: 2025.05.29 19:18:17 +0530



**PRACHI KOTHARI
COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl: As above

PIMPLE & ASSOCIATES

PRACTICING COMPANY SECRETARY

Add: Eligible CHSL, LIC colony, Borivali West Mumbai -400103.

Mobile: 09082964721; Email: csrohinipimple@yahoo.com

Secretarial Compliance Report of CHEMTECH INDUSTRIAL VALVES LIMITED for the Financial Year ended 31st March, 2025.

I, "Pimple & Associates" Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by ***Chemtech Industrial Valves 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 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"), the 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;
- (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 Listed Entity during the Review Period)**;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021: **(Not Applicable to the Listed Entity during the Review Period)**;

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(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: **(Not Applicable to the Listed Entity during the Review Period)**;

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015:

(h) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 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)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
01.	Regulations of SEBI LODR Regulations, 2015	Regulation 33(3) (d)	Non-Submission of Declaration of unmodified Opinion	Bombay Stock Exchange	Clarification	Query raised by BSE for non-submission of Declaration of Unmodified Opinion	None	The Company took corrective measures for the same.	Upon receiving the error, the Company provided a Declaration in that respect	The Company however responded that the same had been attached and have provided the declaration with the same. The Exchange has reviewed and closed the query
02.	Regulations of SEBI LODR Regulations, 2015	Regulation 27(2)	Not holding of Stakeholders relationship committee	Bombay Stock Exchange	Clarification	Query raised by BSE for Not holding of Stakeholders relationship committee	None	The Company took corrective measures and submitted a revised Corporate Governance Report.	Upon receiving the Exchange's query, the Company promptly identified and corrected the error and	Upon receiving a query from BSE, the Company promptly rectified the error of mistakenly non mentioning of the date of Stakeholders

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									submitted a revised report with accurate details.	Relationship Committee Meeting by submitting a revised report. The Exchange has reviewed and closed the query.
03.	Regulations of SEBI LODR Regulations, 2015	Regulation 33(1)(b)	Discrepancy in Shareholding Pattern	Bombay Stock Exchange	Clarification	Query raised by BSE for Difference in percentage of A, B, C OR Grand total is more than 5. Total of A in current quarter is 6975309 and in previous quarter is 7975309. Total of B in current quarter is 4512024 and in previous quarter is 3512024. Grand Total in current quarter is 11487333 and in previous quarter is 11487333 for 01/10/2024.	No	The Company responded to the Query raised.	Upon receiving the Exchange's query, the Company Provided a Clarification regarding the same.	The Company responded to the Query stating that the difference was due to a Preferential Issue which was allotted /made on 01 st October, 2024. The Exchange has reviewed and closed the query.
04.	Regulations of SEBI LODR Regulations, 2015	Regulation 33(1)(b)	Non-Submission of Shareholding Pattern	Bombay Stock Exchange	Clarification	Query raised by BSE for Shareholding Pattern Not submitted in XRBL Mode for Quarter 31/12/2024	No	The Company took corrective measures for the same.	Upon receiving the Exchange's query, the Company Provided a Clarification regarding the same.	The Company responded that there was a technical glitch on the BSE Site due to which the filing was not happening. However, post discussion with the technical team, the glitch was

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										resolved and we were able to file the Shareholding pattern in XBRL Mode. The Exchange has reviewed and closed the query.
05.	Regulations of SEBI LODR Regulations, 2015	Regulation 33(1)(b)	Discrepancy in Shareholding Pattern	Bombay Stock Exchange	Clarification	Difference in percentage of A, B, C OR Grand total is more than 5. Total of A in current quarter is 6975309 and in previous quarter is 6975309. Total of B in current quarter is 10962024 and in previous quarter is 7662024. Grand Total in current quarter is 17937333 and in previous quarter is 14637333 for 25/02/2025	None	The Company responded to the Query raised.	Upon receiving the Exchange's query, the Company provided a Clarification regarding the same.	The Company responded to the Query stating that the difference was due to conversion of the existing 10,00,000 Warrants into Equity Shares which took place on 25 th February, 2025. The Exchange has reviewed and closed the query.
06.	Regulations of SEBI LODR Regulations, 2015	Regulation 33(1)(b)	Discrepancy in Shareholding Pattern	Bombay Stock Exchange	Clarification	Difference in percentage of A, B, C OR Grand total is more than 5. Total of A in current quarter is 6975309 and in previous quarter is 6975309. Total of B in current quarter is 9962024 and in previous quarter is 7662024. Grand Total in	None	The Company responded to the Query raised.	Upon receiving the Exchange's query, the Company provided a Clarification regarding the same.	The Company responded to the Query stating that the difference was due to Preferential Issue which was allotted /made on 01 st October, 2024. The Exchange has reviewed and closed the query.

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	<ul style="list-style-type: none">• Timely dissemination of the documents/ information under a separate 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	None
		Yes	None
4.	<u>Disqualification of Directors:</u> <ul style="list-style-type: none">• None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013;	Yes	None
5.	<u>Details related to subsidiaries of listed entities have been examined w.r.t.:</u> <ul style="list-style-type: none">• Identification of material subsidiary companies;• Requirements with respect to disclosure of material as well as other subsidiaries;	NA	NA
6.	<u>Preservation of Documents:</u> <ul style="list-style-type: none">• 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	None
7.	<u>Performance Evaluation:</u> <ul style="list-style-type: none">• The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	None
8.	<u>Related Party Transactions:</u> <ul style="list-style-type: none">• The listed entity has obtained prior approval of Audit Committee for all Related Party Transactions;• In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.	Yes	None
9.	<u>Disclosure of Events or Information:</u> <ul style="list-style-type: none">• 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	None

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10.	<u>Prohibition of Insider Trading:</u> • The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> • No Action has been 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	Yes	None
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> • In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	NA
13.	<u>Additional Non-Compliances, if any:</u> • No additional non-compliances observed for all SEBI regulation/circular/guidance note etc.	Yes	None

**Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations: **(Not Applicable to the Listed Entity during the Review Period);**

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.

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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 account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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 PIMPLE & ASSOCIATES
PRACTICING COMPANY SECRETARY**

ROHINI  Digitally signed by
ROHINI JANARDAN
JANARDA PIMPLE
Date: 2025.05.29
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**ROHINI JANARDAN PIMPLE
MEMBERSHIP NO.: 51452
COP NO.: 21773
UDIN - A051452G000492631**

Date: 29th May, 2025

Place: Mumbai