



May 29, 2024

**The BSE Ltd.**

1<sup>st</sup> Floor, New Trading Wing, Rotunda Building  
Phiroze Jeejeebhoy Towers, Dalal Street, Fort  
Mumbai – 400001

**Scrip Code No.: 532884**

**The National Stock Exchange of India Ltd.**

Exchange Plaza, 5<sup>th</sup> Floor, C – 1, Block G  
Bandra – Kurla Complex, Bandra (E)  
Mumbai – 400051

**Symbol: REFEX**

Dear Sir(s)/ Madam,

**Subject: Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) 2015**

With reference to captioned subject, please find enclosed the Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) 2015 for the year ended March 31, 2024 issued by Mr. R Muthu Krishnan, Practicing Company Secretary.

We request you to take the above information on records.

Thanking you.

Yours faithfully,

For **Refex Industries Limited**

**G Divya**

**Company Secretary**

**ACS-37320**

**Place: Chennai**

**Date: May 29, 2024**

**Refex Industries Limited**

A Refex Group Company

**CIN: L45200TN2002PLC049601**

**Registered Office:** 2nd Floor, No.313, Refex Towers, Sterling Road,  
Valluvar Kottam High Road, Nungambakkam, Chennai, Tamil Nadu 600 034  
P: 044 - 3504 0050 | E: info@refex.co.in | W: www.refex.co.in

**Factory:** No.1/171, Old Mahabalipuram Road,  
Thiruporur – 603 110, Chengalpattu District, Tamil Nadu  
P: 044 2744 5295 | E: info@refex.co.in | W: www.refex.co.in

**SECRETARIAL COMPLIANCE REPORT OF REFEX INDUSTRIES LIMITED  
(CIN.L45200TN2002PLC049601) FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2024**

**TO  
BOARD OF DIRECTORS  
REFEX INDUSTRIES LIMITED  
2ND FLOOR, NO.313, REFEX TOWERS,  
STERLING ROAD, VALLUVAR KOTTAM HIGH ROAD,  
CHENNAI 600034**

I have examined:

(a) all the documents and records made available to me and explanation provided by **REFEX 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 report,

for the financial year ended **31<sup>ST</sup> MARCH 2024** ("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,

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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Practicing Company Secretary  
CP NO: 3033  
FCS NO: 6775

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;(NOT APPLICABLE DURING REVIEW PERIOD)

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;(NOT APPLICABLE DURING REVIEW PERIOD)

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

and circulars / guidelines issued there under 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 there under except in respect of matters specified below

Sl. 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	Management Response	Remarks
NIL										

(b) There listed company has taken the following actions to comply with such observations made in previous reports-

Sl. No.	Observations/Remarks of Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause	Details of Violation/Action taken/Penalty imposed if any on the listed entity	Remedial action taken by the Listed entity	Comments of the PCS on the action taken by the entity
NOT APPLICABLE						

  
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**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 IS NO RESIGNATION OF AUDITORS DURING THE REVIEW PERIOD

**III I hereby report that, during the Review Period the compliance status of the listed entity with following requirements.**

Sr. No.	Particulars	*Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<p><b>Secretarial Standards:</b></p> <p>The compliances of the listed entity are compliance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India</p>	YES	--
2.	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	<p>YES</p> <p>YES</p>	<p>—</p> <p>—</p>
3.	<p><b>Maintenance and disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/information under a separate section on the website</li> </ul>	<p>YES</p> <p>YES</p>	<p>—</p> <p>—</p> <p>—</p>

  
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	<ul style="list-style-type: none"> <li>● 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</li> </ul>	YES	
4.	<b>Disqualification of Director:</b>  None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	—
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b>  (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA  YES	The listed entity does not have any material subsidiary
6.	<b>Preservation of Documents:</b>  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.	<b>Performance Evaluation:</b>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	YES	—
8.	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) In case no prior approval has been obtained, 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.	YES  NA	—  —

  
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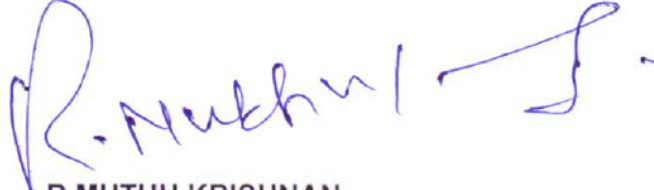
9.	<b>Disclosure of events or information:</b>  The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.	YES	—
10.	<b>Prohibition of Insider Trading:</b>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  No action(s) 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 there under	YES	
12.	<b>Additional Non-compliances, if any:</b>  No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	YES	—

**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.

  
**R. MUTHU KRISHNAN, FCS**  
 Practicing Company Secretary  
 CP NO: 3033  
 FCS NO: 6775

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.



Place:CHENNAI  
Date: 29.05.2024

R MUTHU KRISHNAN  
PRACTICING COMPANY SECRETARY  
FCS NO.6775 C P No.: 3033

UDIN NO F006775F000485858

PEER REVIEW NO.2048/2022

