



VBC FERRO ALLOYS LIMITED
(An ISO 9001-2000 Company)



VBCFAL / SEC / 2023/

30th May 2023

To

The Bombay Stock Exchange Limited
Floor 25, P J Towers
Dalal Street
MUMBAI – 400 001.

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the Financial Year ended
March 2023 –reg

Ref: Scrip Code – 513005

With reference to the above subject, Company has obtained Annual Secretarial Compliance Report of the Company for Financial Year ended March 31, 2023 from Shri K. J. Babu, Company Secretary in Practice as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular dated February 8, 2019.

We are herewith attached the said Report for your kind information and records.

Thanking you,

Yours faithfully,

For VBC Ferro Alloys Limited

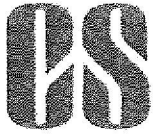
ANANTHAK
RISHNA M V

Digitally signed by
ANANTHAKRISHNA M
V
Date: 2023.05.30
19:08:20 +05'30'

M.V. Ananthkrishna
Whole-Time Director

OFFICE: 6-2-913/914, 3rd Floor, Progressive Towers,
Khairatabad, Hyderabad - 500 004, Telangana, India.
Tel: +91 40 23301200/1230, **Mail:** vbcsilicon@gmail.com
/ info@vbcfal.in, **Web:** www.vbcfal.in,
CIN: L27101TG1981PLC003223

FACTORY: Rudraram Village, Patancheru Mandal,
Sangareddy District, 502 329, Telangana State, India
Tel: +91 8455 221802/4/5/6,
Mail: vbcsilicon@gmail.com / info@vbcfal.in



K J BABU, M.com., LLB. ACS

Company Secretaries

**Secretarial Compliance Report of VBC Ferro Alloys Limited
for the year ended 31st March, 2023**

I Jameelu Babu Kolla, Company Secretary in Practice, have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by VBC Ferro Alloys Limited (hereinafter referred as 'the listed entity'), having its Registered Office at Progressive Towers, 3rd Floor, 6-2-913/914, Khairtabad, Hyderabad - 500004, Telangana. 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, 2023 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I Jameelu Babu Kolla, Company Secretary in Practice have examined:

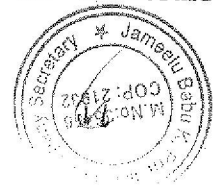
- (a) all the documents and records made available to us and explanation provided by VBC Ferro Alloys Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make

this report, for the financial year ended 31st March, 2023 ("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;

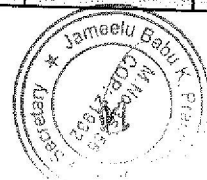


- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *not applicable during the period under review;*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *not applicable during the period under review;*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; *not applicable during the period under review;*
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *not applicable during the period under review;*
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and based on the above examination, I/We hereby report that, during the Review Period:

- 1. (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	Remarks
1	Late submission of the Annual Report within the period prescribed under this regulation	Regulation 34		SEBI	Penalty	Late submission of the Annual Report	Rs. 2,000/- per day till the date of compliance i.e., 8000 + 1440 (GST) = Rs. 9440	The Company has paid the fine amount	Paid fees and complied with the Regulation	



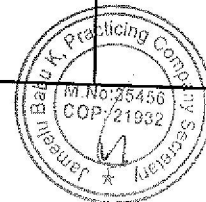
(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

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	Remarks
NA										

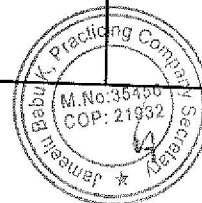
II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019: *not applicable during the period under review.*

III. I/we 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 of India (ICSI).	Yes	-
2.	Adoption and timely updation of the Policies: a. All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities b. All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	-
3.	Maintenance and disclosures on Website: a. The Listed entity is maintaining a functional website b. Timely dissemination of the documents/information under a separate section on the website	Yes	-

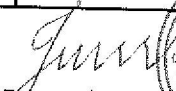
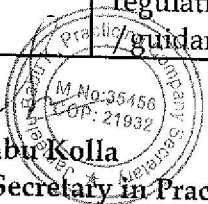


	c. Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website		
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	None of the Directors are Disqualified
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: a. Identification of material subsidiary companies b. Disclosure requirement of material as well as other subsidiaries	NA	The listed entity does not have any material subsidiary and the listed entity has complied with the requirements with respect to disclosure.
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 at the start of every financial year/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 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.	Yes	-



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: 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 thereunder except as provided under separate paragraph herein.	NA	No actions were taken against the Company, its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchange under SEBI Regulations and circulars/ guidelines issued thereunder. However, SEBI has levied fines for non-compliance of Regulation 34 of SEBI (LODR) Regulation, 2015 and the Company has paid the fines and Complied with the Provisions.
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/ guidance note etc.	NA	No additional non-compliance was observed for any SEBI regulation/circulars/guidance notes etc.

Place: Hyderabad
Date: 29.05.2023



Jameelu Babu Kolla
Company Secretary in Practice
M. No.: 35456
CP No.: 21932
UDIN : A035456E000415946