HEMANG RESOURCES LIMITED

CIN: L65922TN1993PLC101885

May 27, 2024

To,
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001
Fax No. 022 2272 2041

REF: Hemang Resources Limited (ISIN- INE930A01010),
BSE Scrip Code – 531178

Sub: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2024

Dear Sir/Madam,

With reference to the SEBI circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclose Annual Secretarial Compliance Report duly signed by the Practicing Company Secretaries **M/s Ajit Jain & Co.** for the financial year ended March 31, 2024.

Kindly take note of the same and acknowledge the receipt.

Thanking You

Yours Faithfully,
For Hemang Resources Limited

Maya Vishwakarma
Digitally signed by Maya Vishwakarma
Date: 2024.05.27 11:33:18 +05'30'

Maya Vishwakarma
Company Secretary & Compliance Officer
(Membership No- 62556)

Encl as above-

Registered office: Flat A2, Harington Court, 99, Harington Road, Chetpet, Chennai TN – 600031
Corp. Office: "BCC House" 8/5, Manorama ganj, Navratan Bagh, Main Road, Indore -452001
Phone: 044-4590050, 0731-4200200, Fax: 044-45590057, Email: cs@bhatiacoalindia.com,
Website: www.bhatiacoalindia.com/BIL/index.htm

AJIT JAIN
M.Com, L.L.B. (Hons.), FCS

AJIT JAIN & CO.
COMPANY SECRETARIES

☎ (Off. & Res.) : 0731-2497031, 4064510
Mobile : 94250-53710, E-mail : ajitjain84@gmail.com

'PREM VILLA' 84, Kailash Park Colony,
Near Geeta Bhawan, INDORE-452 001

Annual Secretarial Compliance Report

(Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

of

Hemang Resources Limited (CIN: L65922TN1993PLC101885) for the Financial year ended 31st March, 2024

We have been appointed by the Company to submit the Annual Secretarial Compliance Report Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2024,

We **Ajit Jain & Co.**, Practicing Company Secretary have examined:

(a) all the documents and records made available to us and explanation provided by **Hemang Resources Limited (CIN:L65922TN1993PLC101885)** ("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, 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, includes: -

(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; - **Not Applicable during the year under review**
(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **Not Applicable during the year under review**
(e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

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(f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

Provisions of the following Regulations and Circulars/ Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and circulars/ guidelines issued thereunder were not applicable to the Company during (The Review Period:

(g) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **Not Applicable during the year under review**
(h) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable during the year under review**
(i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - **Not Applicable during the year under review**
(j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not applicable to the listed entity during the Review Period**

and circulars/ guidelines issued thereunder; and based on the examination of the above referred documents and records, and pursuant to Circular Ref. No. NSE/CML/ 2023/21 dated March 16, 2023, issued by National Stock Exchange of India Limited and Notice No. 20230316-14 dated March 16, 2023, issued by BSE Limited and the format of the Certificate approved by the Council of the Institute of Company Secretaries of India on May 10, 2024, Compliance Status of the Company is appended as under: and circulars/ guidelines issued thereunder;

We hereby report that, during the Review Period

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelinesissued thereunder, except in respect of matters specified below:

Sr. No.	Com- pliance Require- ment (Regu- lations/ circulars/ guide- lines including specific clause)	Regu- lation/ CircularNo.	Deviations	Action Takenby	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Man- age- ment Response	Re- marks
There was no reportable event requiring compliance during the Review Period										

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

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Sr. No.	Com- pliance Require- ment (Regu- lations/ circulars/ guide- lines including specific clause)	Regu- lation/ CircularNo.	Deviations	Action Takenby	Type of Action	Details of Violation	Fine Amount	Obser- vations/ Remarks of the Practicing Company Secretary	Man- age- ment Re- sponse	Re- marks
There was no reportable event requiring compliance during the Review Period										

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 India (ICSI),as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
2.	**Adoption and timely Updation of the Policies:** ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● 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 NO	As per second proviso of Regulation 23(2) Of SEBI (LODR) Regulations. 2015, the audit committee of a listed entity shall define "material modifications" and disclose it as part of

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			the policy on materiality of related party transactions and on dealing with related party transactions but the Company has not defined material modification in the Policy on Materiality of Related Party Transactions
3.	**Maintenance and disclosures on Website:** • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ informationunder 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
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
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 Subsidiary Company.

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*

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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	None
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	None
8.	**Related Party Transactions:** (a) The listed entity has obtained prior approval of AuditCommittee 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	None
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	None
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	None
11.	**Actions taken by SEBI or Stock Exchange(s), if any:** Non-compliance with disclosure of related party transactions on consolidated basis, as per Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Imposed fine of Rs. 5000, for the delay of one day in submission of the same.	No	There was delay in filing of disclosure of related party transaction for one day and post receipt of notice company has paid the amount.

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12.	**Additional Non-compliances, if any:** No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	None

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. 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.

Place: Indore

Date: 24/05/2024

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For Ajit Jain & Co.
Company Secretaries

A. K. Jain

CS Ajit Jain
(Proprietor)
CP No.: 2876, F.C.S. No. 3933
UDIN: F003933F000441898
Peer Review Certificate: 767/2020
PCS Unique ID No. : S1998MP023400