



Date: 28.05.2024

To,  
The Manager  
Department of Corporate Services  
**Bombay Stock Exchange Limited**  
1st Floor, New Trading Wing,  
Rotunda Building, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001

Scrip Code: 540080  
Security Id- DHATRE

Dear Sir/ Madam,

**Subject: Annual Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Financial Year 2024-25**

Pursuant to the provisions of Regulations 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended 31 March 2025 issued by M/s Ankita Dey & Associates.

We request you to kindly take the above information on your records.

Thanking You

Yours Faithfully

For Dhatre Udyog Limited  
(Formerly known as Narayani Steels Limited)

**ANKITA  
DUTTA**

Digitally signed by  
ANKITA DUTTA  
Date: 2025.05.28  
22:28:33 +05'30'

Ankita Dutta  
Company Secretary & Compliance Officer

**DHATRE UDYOG LIMITED**  
(FORMERLY NARAYANI STEELS LIMITED)

Phone no: +91 33 4804 0592 | Email: [info@dhatre.com](mailto:info@dhatre.com) | Website: [www.dhatre.com](http://www.dhatre.com)

Registered Office: ERGO Tower, Plot No. A1-4, Block - EP & GP, Unit No. 1406, 14th Floor, Sector - V, Salt Lake City, Kolkata - 700 091

Factory: D.No: Survey No: 202/31-38 Modavalsa, Village: Denkada Mandal, Vizianagaram : 535006

**CIN : L24319WB1996PLC082021**



**SECRETARIAL COMPLIANCE REPORT OF DHATRE UDYOG LIMITED  
(FORMERLY KNOWN AS NARAYANI STEELS LIMITED) (LISTED ENTITY)  
FOR THE YEAR ENDED MARCH 31, 2025**

*[Pursuant to SEBI Circular No: CIR/CFD/CMD1/27/2019 dt. 8<sup>th</sup> February, 2019]*

*read with Regulation 24A of SEBI (Listing Obligations And Disclosure Requirements)*

*Regulations, 2015*

1. I, CS Ankita Dey For Ankita Dey & Associates, Practicing Company Secretary, have examined:
  - (a) all the documents and records made available to us and explanation provided by **Dhatre Udyog Limited (Formerly known as Narayani Steels Limited)** ("the listed entity"),
  - (b) the filings/ submissions made by the listed entity to the stock exchanges,
  - (c) website (<https://dhatre.com>) of the listed entity,
  - (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, Which has been relied upon to make this clarification **for the year ended March 31, 2025 ("Review Period") in respect of compliance with the provisions of:**
    - (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; to the extent applicable to the company and
    - (ii) 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");
2. 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 during the review period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as the Company has not provided any share based benefits to the employees during the year.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable during the review period.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable as the Company has not issued any such securities during the financial year under review.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars/ guidelines issued thereunder;

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

And based on above examinations, I 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	Actions 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	Management Response	Remarks
1.	Regulation 30 and 33 of the SEBI (Listing Obligation and	Regulation 30 and 33	Non-compliance with respect to	Non-compliance with respect to submission of Financial	BSE advised the Company to pay the respective applicable	Non-compliance with respect to	Rs. 1,71,100 /-	The company has applied for the waiver of the Fine	The company has applied for the waiver of the fine	NA





Disclosure Requirement s) Regulations, 2015		submis sion of Financi al Results within prescri bed time period	Results under Regulation 30 within prescribed time period advised the Company to pay the respective applicable fine of Rs. 1,71,100/- including GST to BSE.	fine of Rs. 1,71,100/- including GST to BSE.	submis sion of Financi al Results under Regulat ion 30 within prescri bed time period.		and given response regarding non submission of fine and Financial results pursuant to Regulation 33 of SEBI (LODR)Reg ulation 2015	and given response regarding non submission of fine and Financial results pursuant to Regulation 33 of SEBI (LODR)Reg ulation 2015	
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- b) The Listed entity has maintained proper records under the provisions of the above regulations and circulars/guidelines issued thereunder and so far as it appears from our examination of those records.
- c) The following are the details of the action taken against the listed entity/ its promoters, directors, material subsidiaries either by SEBI or by Stock Exchanges(Including under the standard operating procedures issued by SEBI through various circulars) under aforesaid Act/ Regulations and Circulars/ guidelines issued thereunder:

Sr. No	Compliance requirement (Regulations /Circulars/ guidelines including specific clause)	Regu-lation Circular no.	Deviati- ons	Actions taken by BSE	Type of Action (Advisory/ Clarification/ Fine/ Show cause Notice/ Warning, etc)	Details of violation	Fine Amount	Observatio ns/Remark s of the Practicing Company Secretary	Managemen t Response	Re- marks
1.	Regulation 30 and 33 of the SEBI (Listing Obligation and Disclosure Requirement s) Regulations, 2015	Regulati on 30 and 33	Non-compli- ance with respect to submission of Financi al Results within	Non-compliance with respect to submission of Financial Results under Regulation 30 within prescribed time period	BSE advised the Company to pay the respective applicable fine of Rs. 1,71,100/- including GST to BSE.	Non-compli- ance with respect to submis- sion of Financi al Results under	Rs. 1,71,100 /-	The company has applied for the waiver of the Fine and given response regarding non submission of fine and	The company has applied for the waiver of the Fine and given response regarding non submission of fine and	NA



			prescribed time period	BSE advised the Company to pay the respective applicable fine of Rs. 1,71,100/- including GST to BSE.		Regulation 30 within prescribed time period.		Financial results pursuant to Regulation 33 of SEBI (LODR) Regulation 2015	Financial results pursuant to Regulation 33 of SEBI (LODR) Regulation 2015	
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d) 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	Actions 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	Management Response	Remarks
1.	Regulation 24A of SEBI (Listing Obligations And Disclosure Requirements), 2015	Regulation 24A	Non-compliance with respect to submission of Secretarial compliance report under Regulation 24A within prescribed time period of F.Y. 2022-23	Non-compliance with respect to submission of Secretarial compliance report under Regulation 24A within prescribed time period advised the Company to pay the respective applicable fine of Rs. 18,880/- including GST to BSE.	BSE advised the Company to pay the respective applicable fine of Rs. 18,880/- including GST to BSE.	Non-compliance with respect to submission of Secretarial compliance report under Regulation 24A within prescribed time period.	Rs. 18,880 /-	The company has paid the Fine on time.	The company has paid the Fine on time.	NA



Additional affirmations to be given by a Practicing Company Secretary (PCS) in Annual Secretarial Compliance Report pursuant to circulars issued by BSE and NSE We hereby report that, during the Review Period the compliance status of the listed entity is appended below:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS*
1	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	The Company has duly complied with the SS issued by ICSI.
2	<b>Adoption and timely updating of the Policies:</b> 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 has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.	Yes	The Company has updated all applicable policies under SEBI Regulations and the same are in conformity with SEBI regulations and has been reviewed.
3	<b>Maintenance and disclosures on Website:</b> The Listed entity is maintaining a functional website. 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	The Company has maintained fully functional website at <a href="https://dhatre.com">https://dhatre.com</a>
4	<b>Disqualification of Director:</b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None of the Directors of the Company is disqualified under Section 164 of Companies Act, 2013.
5	<b>To examine details related to Subsidiaries of listed entities:</b> (a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other subsidiaries.	NA	NA





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	The Company has complied with the SEBI Regulations for preserving and maintaining records
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 as prescribed in SEBI Regulations.	Yes	The Company has duly conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year.
8	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions. (b) 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	The Company has obtained prior approval of Audit Committee for all Related party transactions.
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 thereunder.	Yes	The Company 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 <b>except the details mentioned under non-compliance by the company.</b>
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	The Company has duly complied with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015
11	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> Actions 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	Yes	Non-compliance with respect to submission of Financial Results under Regulation 30 within



	and circulars/ guidelines issued thereunder.		<p>prescribed time period advised the Company to pay the respective applicable fine of Rs. 1,71,100/- including GST to BSE.</p> <p>The company applied for waiver of the fine and given proper response for the same.</p>
12	<p><b>Additional Non-compliances, if any:</b> No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</p>	N.A	<p>A late submission (of 5 minutes) with respect to Outcome of a Board Meeting observed. The company has given proper explanation for the same to BSE, further BSE is satisfied and no fine levied.</p> <p>No additional non-compliance observed for the review period.</p>

Further, Compliance related to resignation of Statutory Auditors from listed entities and their material subsidiaries as per SEBI Circular No.CIR/CFD/CMD1/114/2019 dated October 18, 2019. **Not applicable 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.
2. My responsibility is to certify based upon our 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.
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.

**For Ankita Dey & Associates**

*(Peer Reviewed Firm)*

*Ankita Dey*

CS Ankita Dey  
Proprietor  
Practicing Company Secretary  
Membership No.: A62192  
C.P. No.: 23218  
Peer Review No.: 3338/2023  
FRN: S2020WB738400  
UDIN: **A062192G000462671**  
Place: Kolkata  
Date: 27/05/2025

