

PIOMBINO STEEL LIMITED

6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

Date: May 18, 2023

To,

The General Manager (CRD)

BSE Limited

Corporate Relationship Department

Phiroze Jeejeebhoy Towers, Dalai Street,

Mumbai - 400 001

ISIN Number	INE022708056
Script Code	973997

Sub: Submission of Secretarial Compliance Report under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This is with reference to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the captioned subject, please find enclosed the Secretarial Compliance Report for the Financial year ended March 31, 2023.

We request you to kindly take the information on your record.

Thanking you,

Yours sincerely,

For Piombino Steel Limited

ALOK KUMAR MISHRA
Digitally signed by
ALOK KUMAR MISHRA
Date: 2023.05.18
14:08:05 +05'30'

Alok Kumar Mishra

Company Secretary & Compliance Officer

M. No. A-15967

Encl.: As above



**Secretarial compliance report of
PIOMBINO STEEL LIMITED
For the year ended March 31, 2023 (FY 2022-2023)**

I, **Santosh Kumar Singh**, Proprietor of M/s. **Santosh Singh & Associates**, Company Secretaries have examined:

- (a) all the documents and records made available to me and explanation provided by **Piombino Steel Limited** (“the Listed entity”),
- (b) the filing / submission 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 March 31, 2023 (“Review Period”) in the respect of compliances 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;
The provisions of the said regulations were not applicable to the Company during the period under review.
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
The provisions of the said regulations were not applicable to the Company during the period under review.
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
The provisions of the said regulations were not applicable to the Company during the period under review.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;



The provisions of the said regulations were not applicable to the Company during the period under review.

- (f) Securities and Exchange Board of India (Issue and Listing of Non Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agent) Regulations, 1993, regarding the Companies Act and dealing with client;
The provisions of the said regulations were not applicable to the Company during the period under review.
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021:
The provisions of the said regulations were not applicable to the Company during the period under review.

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	--
2	Adoption and timely updation of the Policies: <ul style="list-style-type: none">- 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 YES	-- --



3	Maintenance and disclosures on Website: <ul style="list-style-type: none">- 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 YES YES	-- -- --
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	--
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	YES YES	-- --
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/	YES YES	-- --



	ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.		
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 (**).	YES	No action is taken by SEBI or Stock Exchange
12	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No additional non-compliances are observed during the period under review.

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

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
1	Compliances with the following conditions while appointing/re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	During the Review Period, no auditor has resigned.



	<p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	NA	During the Review Period, no auditor has resigned.
		NA	During the Review Period, no auditor has resigned
2	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p>	NA	No such event occurred.
		NA	No such event occurred



	<p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>	NA	No such event occurred.
		NA	No such event occurred.
3	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	No such event occurred.

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

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

S. 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 / remark of the PCS	Management Response	Remarks
	NA No such event occurred									



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

S. 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 / remark of the PCS	Management Response	Remarks
										NA

For Santosh Singh & Associates

(Company Secretaries)

Unique Code: S2016MH803700

Signature:  Digitally signed by
SANTOSH KUMAR SINGH
Date: 2023.05.18
14:46:28 +05'30'

Santosh Kumar Singh

ACS: A15964

C. P. NO. 17638

PR No. 1289/2021

UDIN: A015964E000330181

Place: Mumbai

Date: 18-May-2023