



M. Rupareliya & Associates
Practising Company Secretary

To,
The Board of Directors
M/s. Parle Industries Limited
Unit No. C/406, 4th Floor, Crystal Plaza,
Plot Nos. B-4 & B-5, New Link Road, Andheri (W),
Mumbai, Maharashtra, 400053

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2021-22.

We have been engaged by M/s. Parle Industries Limited (hereinafter referred to as 'the Company') bearing CIN: L21000MH1983PLC029128 whose equity shares are listed on BSE Limited (Security Code: 532911) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

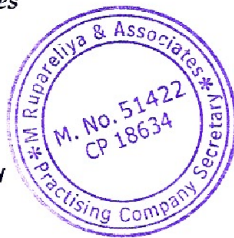
Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

For M Rupareliya & Associates

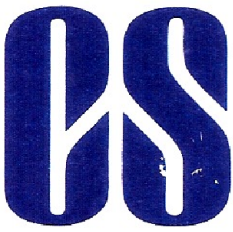
M. Rupareliya

Mayuri Rupareliya
Practising Company Secretary
ACS No. 51422
CP No. 18634



UDIN : A051422D000426709

Date : 30/05/2022
Place : Rajkot



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Practising Company Secretary

Secretarial compliance report of Parle Industries Limited for the year ended 31 March, 2022

To,
M/s. Parle Industries Ltd
Unit No. C/406, 4th Floor, Crystal Plaza,
Plot Nos. B-4 & B-5, New Link Road, Andheri (W),
Mumbai, Maharashtra, 400053

I, Mayuri Rupareliya (ACS 51422/CP No. 18634), Practising Company Secretary, have examined:

- All the documents and records made available to me and explanation provided by M/s. Parle Industries Limited (CIN : L21000MH1983PLC029128) ("the listed entity"),
- The filings/ submissions made by the listed entity to the BSE Limited ("the stock exchange");
- Website of the listed entity. (<http://www.parleindustries.com>)
- Any other document/filing, as may be relevant, which has been relied upon to make this certification,

For the year ended March, 31st, 2022 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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");

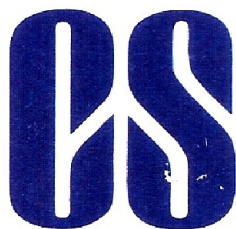
The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not Applicable as the Company did not issue any securities during the year under review)
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable as the Company has not bought back any of its securities during the year under review)
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable as the Company has not granted any Options to its employees during the year under review)
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable as the Company has not issued any debt securities during the year under review)
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Not Applicable as the Company has not issued any Non Convertible and Redeemable Preference Shares during the year under review)
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;



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- j) The Securities and Exchange Board of India (Registrars and Share Transfer Agents) Regulations, 1993; and circulars/ guidelines issued thereunder; (not applicable to the Company during the period under review)

And based on the above examination, I hereby report that, during the Review Period:

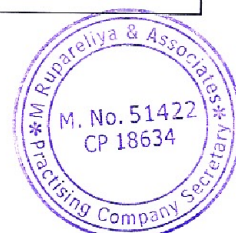
- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practising Company Secretary
1.	Circular No.: NSDL/CIR/II/10/2021 dated 21.05.2021 of NSDL & Circular No. CDSL/OPS/RTA/POLCY/2021/65 dated June 02, 2021.	Not Complied	<i>E voting details not updated on the CDSL and NSDL portal as per the said circular.</i>
2	Regulation 24A of LODR	Delayed	<i>The Company has delayed by a day in filing Compliance Report under Regulation 24A of LODR for the year ending 31.03.2021.</i>
3	LODR 34(3) Read with Schedule V of with regard to : B(1)(i) and C(2)(h)	Not Complied	• <i>Key Financial Ratios not disclosed in Annual Report</i> • <i>Names of Directors who have Skills/Expertise mentioned in Annual Report.</i>

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.

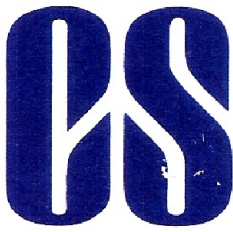
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/ guidelines issued thereunder:

Sr. No	Action taken by	Details of Violation	Details of action taken	Observations
1.	BSE as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020	Compliance Report under Regulation 24 A of LODR, 2015 filed in Delay	Penalty of Rs.2000/- levied on the Company.	Company has paid the prescribed Penalty with taxes. Company has filed the Report as on 1.07.2021 with only one day delay. Necessary pre cautions are taken to ensure that same is not repeated



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p(d) The listed entity has taken the following actions to comply with the observations made in the previous report.

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
1.	LODR 23(9) - Delayed filing	2020-21	The Company Has filed on 22.01.2021.	The Company was levied Fine and Further on reply given by Company, Fines were waived off.

(e) We further Report that M/s DMKH & Co., Chartered Accountants (FRN : 116886W) was appointed as Statutory Auditors of the Company w.e.f. 5th August, 2021 on casual vacancy created on resignation of M/s Dhawan & Co. (FRN : 002864N). We report that Company has duly complied with Para 6(A) & 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For M Rupareliya & Associates

M. Rupareliya

Mayuri Rupareliya
Practising Company Secretary
ACS No. 51422

CP No. 18634

Peer Reviewed - 2017/2022

UDIN : A051422D000426709

Date : 30/05/2022

Place : Rajkot



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