



**POOJAWESTERN  
METALIKS LTD**

CIN : L27320GJ2016PLC094314

**Date:** May 29, 2024

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001.

**Dear Sir/Ma'am,**

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

**Ref: Poojawestern Metaliks Ltd (Security Code/Security Id: 540727/ POOJA)**

With reference to the Captioned Subject, please find here with enclosed Secretarial Compliance Report of the Company issued by M/s. Mittal V. Kothari & Associates, Practicing Company Secretary for the year ended on March 31, 2024.

Kindly take the same on your record and oblige us.

Thanking you

Yours faithfully,

For and on behalf of

**For, Poojawestern Metaliks Limited**

**Anil Devram Panchmatiya**  
**Whole-Time Director**  
**DIN: 02080763**

**Place: Jamnagar**

**POOJAWESTERN METALIKS LTD**

Plot No.1, G.I.D.C. Industrial Area, Phase II, Dared, Jamnagar - 361 004 (Gujarat) INDIA

Ph.: +91 288 2730088 / 2730099, Mobile : +91 98980 44555, E-mail : info@poojametal.com Website : www.poojametal.com

# MITTAL V KOTHARI & ASSOCIATES

Company Secretaries

To,  
The Board of Directors,  
Poojawestern Metaliks Limited  
CIN:- L27320GJ2016PLC094314  
Registered office: Plot No. 1, Phase II, GIDC, Dared, Jamnagar- 361004, Gujarat, India

Dear Sir/Madam,

**SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED MARCH 31, 2024.**

I have been engaged by Poojawestern Metaliks Limited (hereinafter referred to as 'the Company' bearing (CIN: - L27320GJ2016PLC094314) whose Equity Shares are Listed on BSE Limited, 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/CMD/1/27/2019 dated 8<sup>th</sup> February, 2019 and BSE Circular Ref. No. 20230410-41 dated April 10, 2023 and to issue the 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 thereunder. My responsibility is to verify compliance by the Company with the provisions of all applicable SEBI Regulations and Circulars/Guidelines issued from time to time and issue a report thereon.

My 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.

Secretarial Compliance Report is enclosed herewith.

For, M/s. Mittal V. Kothari & Associates  
Company Secretaries  
Peer Review Number: - 4577/2023

*M.V. Kothari*

Mittal V Kothari  
Sole proprietor  
M. No.: A46731 COP: - 17202  
UDIN: A046731F000437044



Date: May 24, 2024  
Place: - Ahmedabad

Regd. Add.: D-25, Kirtisagar Appartment, Nr. Omkareshwar Mandir, Satellite,  
Ahmedabad-380015, e-mail: complianceteam65@gmail.com, Mo.No. : 9106083170.

# MITTAL V KOTHARI & ASSOCIATES

Company Secretaries

## SECRETARIAL COMPLIANCE REPORT OF POOJAWESTERN METALIKS LIMITED.

(CIN: L27320GJ2016PLC094314)

For the Financial Year ended on March 31, 2024

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

### I, have examined:

- all the documents and records made available to me and explanation provided by Poojawestern Metaliks Limited ("the Company" or "the listed entity" or "POOJAWESTERN"),
- the filings/ submissions made by the listed entity to the stock exchange,
- website of the listed entity and
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended on March 31, 2024 ("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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 (to the extent applicable);
- And circulars/ guidelines/Amendments issued thereunder.

Based on the above examination and explanation/clarification given by the Company and its officers/KMP's, I 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.	<b>Secretarial Standard:</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) as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"><li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li></ul>	Yes	-
	<ul style="list-style-type: none"><li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li></ul>	Yes	-
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"><li>The Listed entity is maintaining a functional website.</li></ul>	Yes	-



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## Company Secretaries

	<ul style="list-style-type: none"> <li>Timely dissemination of the documents/ information under a separate section on the website.</li> </ul>	Yes	-
	<ul style="list-style-type: none"> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website.</li> </ul>	Yes	-
4.	<b>Disqualification of Director:</b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t:</b>		
	a) Identification of material subsidiary companies.	NA	-
	b) Requirements with respect to disclosure of material as well as other subsidiaries.	Yes	
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	-
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	As per SEBI LODR and Companies Act, the Board Evaluation is required to be done once in a year. Formal process of Performance Evaluation was carried out in the Month of March 2024 for FY 23-24.
8.	<b>Related Party Transactions</b>		
	a) The listed entity has obtained prior approval of Audit Committee for all related party transactions.	Yes	Since, all Related party transactions were entered after obtaining prior approval of audit committee point (b) is not applicable
	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.	NA	
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	-
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	Few of UPSI Sharing have been entered delayed in the software.
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No 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 and circulars/ guidelines issued thereunder.	No action was taken/ required to be taken.	-
12.	<b>Additional Non-compliances, if any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</b>	Yes	



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## Company Secretaries

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 to the extent applicable and in the manner prescribed 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.	Prohibition of Insider Trading Regulations, 2015.	Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Delay by Company in entering few of UPSI Sharing Entries in software (Structured Digital Database)					<p>However, there is a Delay by Company in entering of following mentioned UPSI Sharing Entry in software.</p> <table border="1"> <thead> <tr> <th>Nature of UPSI</th> <th>Event date</th> <th>Captured date</th> <th>Delay by</th> </tr> </thead> <tbody> <tr> <td>Outcome of board meeting for financial result for the year ended March 31, 2023</td> <td>18-05-2023</td> <td>25-05-2023</td> <td>7 days</td> </tr> </tbody> </table>	Nature of UPSI	Event date	Captured date	Delay by	Outcome of board meeting for financial result for the year ended March 31, 2023	18-05-2023	25-05-2023	7 days	Management of Company will be more alert in making entries of UPSI Sharing into software the same day on which UPSI is shared to any Designated Persons for any specific compliance Purpose.	Delay was unintentional, to make all compliance within due date, UPSI sharing entries into software got delayed.
Nature of UPSI	Event date	Captured date	Delay by															
Outcome of board meeting for financial result for the year ended March 31, 2023	18-05-2023	25-05-2023	7 days															



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Company Secretaries

2.	Regulation 7(2) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT)	Regulation 7(2) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT)	Promoters had not given Disclosures within 2 trading days of transaction or a series of transaction in a calendar quarter aggregating to a traded value of Rupees Ten Lakh Rupees under Regulation 7(2) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015).	-	-	-	-	<p>Following Person falling under Promoter group had not disclosed within 2 trading days of transaction or a series of transaction in a calendar quarter aggregating to a traded value of Rupees Ten Lakh Rupees under Regulation 7(2) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015:-</p> <table border="1"> <thead> <tr> <th>Date of Transaction</th> <th>Due date of Disclosure</th> <th>Date of Intimation to Company</th> <th>Date of Intimation by Company</th> <th>Name of Person</th> <th>Category</th> <th>No of Shares Buy/ (Sold)</th> <th>Value of Transaction</th> </tr> </thead> <tbody> <tr> <td>November 12, 2023</td> <td>-</td> <td>-</td> <td>-</td> <td>Riddhi Panchmatiya</td> <td>Promoter Group</td> <td>(11000)</td> <td>3,56,950</td> </tr> <tr> <td>November 17, 2023</td> <td>-</td> <td>-</td> <td>-</td> <td>Riddhi Panchmatiya</td> <td>Promoter Group</td> <td>(25000)</td> <td>8,45,000</td> </tr> <tr> <td>November 7, 2023</td> <td>-</td> <td>-</td> <td>-</td> <td>Meet Panchmatiya</td> <td>Promoter Group</td> <td>(15000)</td> <td>5,17,500</td> </tr> <tr> <td>November 8, 2023</td> <td>-</td> <td>-</td> <td>-</td> <td>Meet Panchmatiya</td> <td>Promoter Group</td> <td>(15809)</td> <td>5,35,925</td> </tr> <tr> <td>November 17, 2023</td> <td>-</td> <td>-</td> <td>-</td> <td>Meet Panchmatiya</td> <td>Promoter Group</td> <td>(45000)</td> <td>15,21,000</td> </tr> <tr> <td>November 7, 2023</td> <td>-</td> <td>-</td> <td>-</td> <td>Vivek Sunil Panchmatiya</td> <td>Promoter Group</td> <td>(17422)</td> <td>6,01,059</td> </tr> <tr> <td>November 8, 2023</td> <td>-</td> <td>-</td> <td>-</td> <td>Vivek Sunil Panchmatiya</td> <td>Promoter Group</td> <td>(60000)</td> <td>20,34,000</td> </tr> </tbody> </table>	Date of Transaction	Due date of Disclosure	Date of Intimation to Company	Date of Intimation by Company	Name of Person	Category	No of Shares Buy/ (Sold)	Value of Transaction	November 12, 2023	-	-	-	Riddhi Panchmatiya	Promoter Group	(11000)	3,56,950	November 17, 2023	-	-	-	Riddhi Panchmatiya	Promoter Group	(25000)	8,45,000	November 7, 2023	-	-	-	Meet Panchmatiya	Promoter Group	(15000)	5,17,500	November 8, 2023	-	-	-	Meet Panchmatiya	Promoter Group	(15809)	5,35,925	November 17, 2023	-	-	-	Meet Panchmatiya	Promoter Group	(45000)	15,21,000	November 7, 2023	-	-	-	Vivek Sunil Panchmatiya	Promoter Group	(17422)	6,01,059	November 8, 2023	-	-	-	Vivek Sunil Panchmatiya	Promoter Group	(60000)	20,34,000	Promoter and Promoter Group will ensure that all disclosures are reported on time to company and Stock exchange.
Date of Transaction	Due date of Disclosure	Date of Intimation to Company	Date of Intimation by Company	Name of Person	Category	No of Shares Buy/ (Sold)	Value of Transaction																																																																		
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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



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Company Secretaries

1.	Prohibition of Insider Trading Regulations, 2015.	Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Delay by Company in entering majority of UPSI Sharing Entries in software (Structured Digital Database)	-	-	-	-	Company has maintained internally Structured Digital Database in Digital Software for FY 2022-23 with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.  <i>However there is a Delay by Company in entering of majority of UPSI Sharing Entries in software.</i>	Management of Company will be more alert in making entries of UPSI Sharing into software the same day on which UPSI is shared to any Designated Persons.  Delay was unintentional, to make all compliance within due date, UPSI sharing entries into software got delayed.
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I further report that, during the review period, following regulations issued by the Securities and Exchange Board of India were not applicable to the Company, since there were no such instances occurred during the review period that requires the compliance under the said regulations;

- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 and amendment thereof;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- The reporting of clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries"

#### Assumptions & Limitation of scope and Review:

- Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity,
- My responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
- I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
- 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, M/s. Mittal V. Kothari & Associates  
Company Secretaries  
Peer Review Number: - 4577/2023

*M. V. Kothari*  
Mittal V Kothari  
Sole proprietor  
M. No.: A46731 COP: - 17202  
UDIN: A046731F000437044



Date: May 24, 2024  
Place: - Ahmedabad

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