



Astec LifeSciences Ltd.

**Date:** 25<sup>th</sup> May, 2023

To,  
**BSE Limited**  
P. J. Towers, Dalal Street, Fort,  
Mumbai – 400 001

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051

**Ref.:** BSE Scrip Code No. “533138”

**Ref.:** “ASTEC”

Dear Sir/Madam,

**Sub.: Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2023**

**Ref.: Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In compliance with Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed, the Annual Secretarial Compliance Report of Astec LifeSciences Limited (“the Company”) for the Financial Year ended 31<sup>st</sup> March, 2023, issued by M/s. BNP & Associates, Company Secretaries.

We request you to take the same on your records.

Thanking you,

Yours sincerely,

**For Astec LifeSciences Limited**

**Tejashree Pradhan**  
**Company Secretary & Compliance Officer**  
**(FCS 7167)**

**Encl.:** As above



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Email id: astecinfo@godrejastec.com  
Website: www.astecsl.com  
CIN : L99999MH1994PLC076236

**SECRETARIAL COMPLIANCE REPORT  
OF ASTEC LIFESCIENCES LIMITED  
FOR THE YEAR ENDED MARCH 31, 2023**

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To,  
**The Board of Directors  
Astec LifeSciences Limited**

We, BNP & Associates, Secretarial Auditors of the Company have examined:

- (a) all the documents and records made available to us and explanation provided by Astec Life Sciences Limited ("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 March 31, 2023 ("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 ("the SEBI Regulations"), include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations, 2015");
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021



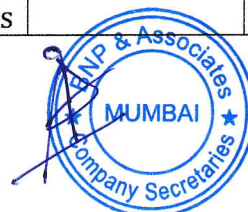
and the circulars/ guidelines issued thereunder; and based on the above examination, we hereby report that, during the review period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder;
- b) The Listed Entity has taken the following action 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 Practising Company Secretary	Management Response	Remarks
NIL										

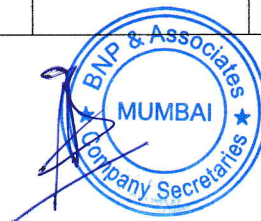
- c) In view of the fact there has been no change in the Statutory Auditor(s) of the Listed Entity during the review period, the compliance with the requirement of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019 was not necessary during the year ended 31<sup>st</sup> March, 2023.
- d) As per NSE Circulars NSE/CML/2023/21 dated 16<sup>th</sup> March, 2023 & NSE/CML/ 2023/30 dated 10<sup>th</sup> April, 2023 and BSE Circulars 20230316-14 dated 16<sup>th</sup> March, 2023 & 20230410-41 dated 10<sup>th</sup> April, 2023, we confirm the following -

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by Practising Company Secretary
1.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries	Yes	The listed entity has complied with the requirements of Secretarial Standard 1 and Secretarial Standard 2 respectively in respect of





	India (ICSI).		Meetings of the Board of Directors and its Committees and General Meetings of Members as notified by the Central Government under Section 118(10) of the Companies Act, 2013.
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the due approval of Board of Directors of the listed entities.</li> <li>All the policies are in conformity with SEBI Regulations and has been reviewed and timely updated as per the regulations/circulars/guidelines.</li> </ul>	Yes	None
3.	<u>Maintenance and disclosure on website:</u> <ul style="list-style-type: none"> <li>The Listed Entity is maintaining a functioning website.</li> <li>Timely dissemination of the documents/ information under a separate section on the website.</li> <li>Web-links provide 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.</li> </ul>	Yes	None
4.	<u>Disqualification of Directors:</u> None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013.	Yes	The Listed Entity has provided the required confirmation on the same and reliance has been placed on the same.
5.	<u>To examine details related to Subsidiaries of listed entities</u> (a) Identification of material subsidiary companies	Yes	Listed entity does not have any material subsidiary



	(b) Requirements with respect to disclosure of material as well as other subsidiaries.		
6.	<u>Preservation of Documents:</u> The Listed Entity is preserving and maintaining records as prescribed under the 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.	<u>Performance Evaluation:</u> 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	
8.	<u>Related Party Transactions:</u> (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	None
9.	<u>Disclosure of events or information:</u> 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.	<u>Prohibition of Insider Trading</u> The Listed Entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None (*)



11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the listed entity/ies 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.	NA	No actions were taken by SEBI or by the Stock Exchanges during the Review Period including under the Standard Operating Procedures issued by SEBI through various circulars.
12.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI Regulations / Circulars / Guidance Note etc.	NA	No non-compliance has been observed during the Review Period.

(\* The Listed entity has submitted the Compliance Certificate to Stock Exchange with respect to maintenance of Structured Digital Database pursuant to Regulations 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for the Quarters ended on 30<sup>th</sup> September, 2022, 31<sup>st</sup> December, 2022 and 31<sup>st</sup> March, 2023. Further, we confirm that the listed entity was required to capture 1 (one) event during the Quarter ended 31<sup>st</sup> March, 2023 and it has accordingly captured 1 (one) said required event.

**For BNP & Associates**

**Company Secretaries**

**Firm Registration. No. P2014MH037400**

**PR. No: 637/2019**



**Avinash Bagul**

**Partner**

**FCS No: F5578/ C P No: 19862**

**UDIN: F005578E000192919**

**Date: April 26, 2023**

**Place: Mumbai**