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: www.pgil.com

CIN

: L74899DL1993PLC056421

30.05.2023

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

SUB: DISCLOSURE DOCUMENTS UNDER REGULATION 24A OF SEBI (LODR) REGULATIONS, 2015

(Name of the Company – Marble City India Limited) (Script Code: 531281)

Dear Madam/Sir,

Kindly find the attached documents of Disclosures:

1. Annual Secretarial Compliance Report under Regulation 24A (2) of SEBI (LODR) Regulations, 2015 for the Financial Year ending on 31st March 2023.

Please acknowledge the same.

Your Sincerely,



Copy to:

To,

The Calcutta Stock Exchange Limited

7, Lyons Range

Kolkata -- 700001

Scrip Code: 026166



R MIGLANI & CO.

COMPANY SECRETARIES

207, D.R. Chambers, D.B. Gupta Road, Karol Bagh, New Delhi-110005 **Mobile:** 9711560406, **Tel:** 011-35004280

Email: csrajnimiglani@gmail.com, cs.rajnimiglani@gmail.com

Secretarial Compliance Report of Marble City India Limited for the financial year ended 31st March, 2023

- I, Rajni Miglani Proprietor of R Miglani & Co, Practicing Company Secretary have examined:
 - (a) all the documents and records made available to us and explanation provided by Marble City India 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 31st March, 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, 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; Not Applicable for the period under review,
- (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 for the period under review;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations,
 2021; Not Applicable for the period under review,
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable for the period under review.
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not Applicable for the period under review.
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to some extent applicable.
- (j) The provisions of the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993: Not Applicable
- (k) and circulars/ guidelines issued thereunder;

(I)(other regulations as applicable)

and circulars/ guidelines issued thereunder;

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.	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	No
2.	Adoption and timely updation of the Policies: 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	No
3.	Maintenance and disclosures on Website: 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	No

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	No
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	NA	NA
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	No
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	No -
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/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	No Company has not entered any such transactions
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	No

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
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	No
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 SEBIor 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 (**).	Please refer annexure 'A'	Please refer annexure 'A'
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Please refer annexure 'A'	Please refer annexure 'A'

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 appoint	ointing/re-appointi	ng 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	Auditor has not resigned during the Financial Year
	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	NA	2022-23
	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.	NA	

2.	Other conditions relating to resignation of statutory au	ditor	
	Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:	NA	Auditor has not resigned during the Financial Year
	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	NA	2022-23
	the quarterly Audit Committee meetings.		
	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.	NA	As per audit report there is no observation
	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.		
	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.		
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	Auditor has not resigned during the Financial Year 2022-23

(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)	Regu- lation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Man- age- ment Re- sponse	Re- marks
1				Pleas	se refer an	nexure – 'A	1'			

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

Sr. No	Com- pliance Require- ment (Regu- lations/ circulars/ quide- lines	Regulation/ CircularNo.	Deviations	Action	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Man- age- ment Re- sponse	Re- marks
	including specific clause)							Secretary		

Please refer annexure - 'A'

Sd/-

M. No: 30016 C.O.P. No: 11273

UDIN: A030016E000268210

PR No.: 2392/2022

Encl. - Annexure 'A

Place: New Delhi Date: 08.05.2023

OBSERVATIONS/REMARKS FOUND DURING THE REPORTING PERIOD

1. (**) 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. Compliance No. Require- ment (Regulation s/ circulars/ guide- lines including specific	Regulation/ CircularNo.	Deviations	ActionTakenby	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Re-marks
clause) Regulation 23(9) of SEBI (LODR) Regulation, 2015, Listed entity shall make such disclosures every six months within 30 days from the date of publication of its standalone and Consolidated Financial Results.		Non submission of disclosure within specified time for the half year ended September, 2022	No action	submission of the disclosure.	Non-compliance of Regulation 23(9) of SEBI (LODR) Regulation, 2015, regarding delay in submission of disclosure of Related party for the half year ended September, 2022		prescribed time under	The management has discussed the same in Board meeting and will take extra precaution to avoid such delays.	Acknowledged

2	31(1)(b) of SEBI (LODR)	Regulation 31(1)(b) of SEBI (LODR) Regulation, 2015	Revision of Shareholding Pattern for the quarter ended September, 2022 after duly submitting the same within prescribed time due to clerical error.		Correction	The listed entity submitted revised Shareholding Pattern for the quarter ended September, 2022 on 2 nd November, 2023 after duly submitting the same on 18 th October			The Management discussed the same and has promptly made correction as needed.	Acknowledged
3	33(3)(d) of SEBI (LODR) Regulation, 2015 The listed entity is required to submit annual audited standalone financial results for the financial year, within sixty days from the end of the financial year along with the audit report	Regulation, 2015	submission of Financial results to the stock exchange within specified time for the year ended March, 2022	BSE Limited	Delayed submission of the Financial results.	Non-compliance of Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the year ended March, 2022	40000	under Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015, and has made delayed submission with stock exchange	The management discussed the same and the listed entity has filed the same on 7th June, 2022 without any further delay	Acknowledged
4	33(3)(a) of SEBI (LODR)	Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015	Non submission of Financial results to the stock exchange within specified time for the quarter ended September, 2022	BSE Limited	Delayed submission of the Financial results.	Non- compliance of Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the quarter ended		made timely disclosure within prescribed period under Regulation 33(3)(a) of SEBI (LODR)	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future. The listed entity has filed the same on 14th March, 2023	Acknowledged

	five days from the end of the quarter					September, 2022				
5	33(3)(a) of SEBI (LODR) Regulation,	33(3)(a) of SEBI (LODR) Regulation, 2015	submission of Financial results to the stock exchange within specified time for the quarter ended December, 2022	BSE Limited	Financial	Non- compliance of Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the quarter ended December, 2022		The listed entity has not made timely disclosure within prescribed period under Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, and has made delayed submission with stock exchange	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future. The listed entity has filed the same on 7th April, 2023	Acknowledged
6	47(3) of SEBI (LODR) Regulation, 2015, The listed entity is required to publish within 48 hours of conclusion of the meeting of board of directors at which the financial results were approved.	(LODR) Regulation, 2015,	The Company has failed to comply with the provision of Regulation 47(3) of SEBI (LODR) Regulation, 2015, for the quarter ended September, 2022		Non publication of the Financial results in newspaper	Non- compliance of Regulation 47(3) of SEBI (LODR) Regulation, 2015, for the quarter ended September, 2022		The Company has failed to comply with the provision of Regulation 47(3) of SEBI (LODR) Regulation, 2015, for the quarter ended September, 2022 and has not published financial results in newspaper.	not be repeated in future.	Acknowledged
7		Regulation 74(5)	Delayed Intimation under Regulation 74(5) of SEBI (Depositories and Participants) Regulations,	No Action	Delayed Intimation of the Confirmati on under Regulation 74(5)	Delayed Intimation under Regulation 74(5) of SEBI (Depositories and Participants) Regulations,	MGL	The listed entity has not made timely intimation within prescribed period under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 and has made delayed submission with stock exchange. The listed	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future.	Acknowledged

		2018 for the quarter ended September, 2022 and December, 2022			2018	entity has submitted the intimation after prescribed period of fifteen day on 19th October, 2022 for the quarter ended September, 2022 and 16th January, 2023 for the quarter ended December, 2022 respectively	
9	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	Non submission of Intimation under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended March, 2022 and June, 2022 Due to non-occurrence of the specified event and non-receipt of RTA confirmation	No Action	of the Confirmati	Non submission of Intimation under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	The listed entity has not made intimation Due to non-occurrence of the specified event and non-receipt of RTA confirmation under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	Acknowledged

2. The listed entity has taken the following actions to comply with the observations made in previous reports:

Compliance Require- ment (Regulation s/ circulars/	Regulation/ CircularNo.	Deviations	ActionTakenby	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Re- sponse	Re-marks
guide- lines									

including specific clause)						*.		
Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015, The listed entity is required to submit annual audited standalone financial results for the financial year, within sixty days from the end of the financial year along with the audit report	Regulation 33(3)(d)	Delayed submission of Audited results for the financial year ended 31st March, 2021	BSE Limited	for	Non- compliance of Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Audited results for the financial year ended 31st March, 2021	comply with the regulation however it has failed comply the same within	The management has discussed the same in Board meeting and would take extra precaution to avoid such delays.	Acknowledged

2 Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015 The listed entity is required to submit quarterly and year-to-date standalone financial, within forty five days from the end of the quarter	he of the Financial results.	Non- compliance of Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the quarter ended june, 2021	made several efforts to comply with the regulation however it has failed to take any effective action	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future.	Acknowledged
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Regulation 23(9) of SEBI(LODR) Regulation, 2015, The listed entity shall submit within 30 days from the date of publication of its standalone and consolidated financial results for the half year, disclosures of related party transactions.	The company had failed to submit shareholding pattern within time as prescribed in Regulation 31(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the quarter ended 31st December, 2021.	was unable to comply with Regulation 23(9) within	The company was unable to comply with Regulation 23(9) within prescribed time of 30 days though it has submitted the same after expiry of 30 days	The Listed entity had made several efforts to comply with the regulation however it has failed to take any effective action therefore has non complied.	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future.	Acknowledged
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A(4)(h) of Schedule III		The Company had failed to submit outcome of board meeting within time period as specified in the Clause A(4)(h) of Schedule III Part A, Disclosures of Events or Information Specified Securities of SEBI (LODR) Regulation, 2015.	th the care of the	meeting of he company approved inancial esult was held on 13th August, 2021 commence	The Company had failed to submit outcome of board meeting within time period as specified in the Clause A(4)(h) of Schedule III Part A, Disclosures of Events or Information Specified Securities of SEBI (LODR) Regulation, 2015.		Complied for the reperiod.			
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31(1)(b) of 31	egulation I(1)(b) of EBI(LODR)	The company has failed to submit	BSE Limited	The company	The company has failed to submit	76,000	Complied for the reporting period.	Acknowledged
Regulation, Re	egulation,	shareholding pattern within time as prescribed in Regulation 31(1)(b) of SEBI(LODR) Regulation, 2015 for the quarter ended 31st December, 2021.		the quarter ended 31st December, 2021 on 2nd day of March, 2022 i.e.	shareholding pattern within time as prescribed in Regulation 31(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the quarter ended 31st December, 2021.			

47(3) of SEBI(LODR) Regulation, 2015, The listed entity is required to publish within 48 hours of conclusion of the meeting of board of directors at which the financial results were approved.	The Company No Action had failed to comply with the provision of Regulation 47(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the quarter ended September, 2021	The Board meeting of the company approved financial result was held on 14th November, 2021 commence d at 03.30 PM and concluded at 10.45 PM however the Company has published the financials on 17th November, 2021 i.e. after expiry of time period given in the said regulation.	The company had failed to comply Regulation 47(3) of SEBI(LODR)R egulation, 2015,	The Listed entity had made several efforts to comply with the regulation however it has failed to take any effective action therefore has non complied for the quarter ended September, 2022	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future.	Acknowledged
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Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers)	(Substantial Acquisition of Shares and Takeovers)	The company had not made declaration as per the 31(4) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the period under review.		the Company was unable to comply with the provisions of Regulation 31(4) of Securities and Exchange Board of India (Substantia) I Acquisition of Shares and Takeovers) Regulation s, 2011 for period under review,	31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011,		Complied for the reporting period.		
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