



L N JOSHI & CO.
PRACTISING COMPANY SECRETARY

122, Krishna Business Centre, 11, P.U. 4, Next to Medanta Hospital,
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L N Joshi

M. Com., LL.B. (Hons), FCS
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To,
The Board of Directors,
MID INDIA INDUSTRIES LIMITED
CIN: L17124MP1991PLC006324

Registered Office:

Textile Mill Area, Station Road,
Mandsaur (M.P.)-458001

Sub: Annual Secretarial Compliance Report for the Financial Year 2021-22 under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

I have been engaged by **MID INDIA INDUSTRIES LIMITED** (hereinafter referred to as the 'Company') [CIN: L17124MP1991PLC006324] whose equity shares are listed on BSE Limited, to conduct an audit in terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and read with SEBI 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 the provisions of all the 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.

My 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.

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.

Annual Secretarial Compliance Report is enclosed.

Place: Indore
Date: 19th May, 2022

For L.N. Joshi & Company
Company Secretaries



L.N. Joshi

Proprietor

FCS: 5201, CP 4201





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**ANNUAL SECRETARIAL COMPLIANCE REPORT
OF**

**MID INDIA INDUSTRIES LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2022**

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, L.N. Joshi, proprietor of M/s L N Joshi and Co., Practicing Company Secretaries have examined:

- all the documents and records made available to me and explanation provided by **MID INDIA INDUSTRIES LIMITED** ("the listed entity"),
- the filings/submissions made by the listed entity to the stock exchanges,
- website of the listed entity i.e. www.midindiaindustries.com.
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March, 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 there under; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued there under, 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 there was no reportable event during the financial year under review]**
- 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 as there was no reportable event during the financial year under review]**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **[Not Applicable as there was no reportable event during the financial year under review]**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not Applicable as there was no reportable event during the financial year under review]**
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **[Not Applicable as there was no reportable event during the financial year 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;

and circulars/ guidelines issued there under; 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 there under; except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	As per SEBI Circular No. CIR/CFD/CMD/13/2015 dated 30th November, 2015 at-least 50% of Non-Promoters holding shall be in dematerialized form.	50% share holding of Non-Promoters are not held in Dematerialized form.	Out of total Non promoter shareholding only 32.05% shareholdings held in dematerialized form at the end of 31.03.2022 while as per SEBI circular No. CIR/CFD/ CMD / 13/ 2015 dated 30 th November, 2015 at least 50% of Non promoter holding shall be in dematerialized form.
2.	SEBI/HO/ISD/ISD/CIR/P/2020/168 Listed company shall provide the information including PAN number of Promoter(s) including member(s) of the promoter group, designated person(s) and	Mr. Krishna Das Agrawal one of the member of promoter group of company has changed his name	During the period change name of promoter group member was not updated to the designated depository through system driven

Y. N. Joshi



director(s) (hereinafter collectively referred to as entities) as per PIT Regulations to the designated depository (selected in terms of SEBI circular ref. no. SEBI/HO/CFD/DCR1/CIR/P/2018/85 dated May 28, 2018) in the Format and manner prescribed by the Depositories.	to Mr. Anil Agrawal. The Compliance officer of the company has not updated structured digital database with reference to the above said change in name. Due to technical glitch information was submitted to some delay to depository as per SEBI Circular dated 09th September, 2020 on System Driven Disclosures (SDD).	disclosure mechanism in prescribed time limit. However, thereafter the company has updated the same.
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- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar 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 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 there under:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any
NIL				

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

S. No	Observations of the Practicing 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 Practicing Company Secretary on the actions taken by the listed entity
1	Out of total Non promoter shareholding only 31.42% shares held in dematerialized form while as per SEBI circular No. CIR/CFD/ CMD / 13/ 2015 dated 30th	For the year ended 31 st March, 2021	The Company have requested to members who holds shares in physical form to get dematerialized their shareholding and also inform about the benefits of shares hold	Still more than 50% shares of Non promoter holding in physical mode.

L.N. Joshi

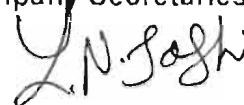


November, 2015 at least 50% shares of Non promoter holding shall be in dematerialized form.		in dematerialised form through annual report section also on regular intervals.	
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I further certify that the listed entity has complied with requirements of paragraph 6(A) and 6(B) of SEBI Circular CIR/CFD/CMDI/114/2019 dated 18th October, 2019 in respect of appointment of statutory auditor made during the financial year.

Place: Indore
Date: 19th May, 2022

For L.N. Joshi & Company
Company Secretaries



L.N. Joshi
Proprietor

FCS: 5201, C P No: 4216
UDIN F005201D000349655
Peer Review No. 1722/2022

