



Life's god with our chemistry

# Archean Chemical Industries Limited

**28<sup>th</sup> May 2024**

National Stock Exchange of India Limited  
Exchange Plaza  
Bandra-Kurla Complex, Bandra (E)  
Mumbai-400051  
**Symbol-ACI**

BSE Limited  
Listing Operations  
Phiroze Jeejeebhoy Towers Dalal Street  
Mumbai-400001  
**Scrip Code- 543657**

Dear Sir/Madam,

**Subject: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2024**

Pursuant to the provisions of Regulation 24A (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations ("SEBI Regulations"), 2015, we enclose herewith annual secretarial compliance report of the Company, for the year ended March 31, 2024, as issued by M/s. HVS & Associates, Practicing Company Secretaries.

Kindly take above intimation on your record and oblige.

Thanking you

Yours faithfully  
**For Archean Chemical Industries Limited**

**S Balasundharam**  
**Company Secretary & Compliance Officer**  
**M. No. A-11114**

**Enc-as above**

# HVS & Associates

## Company Secretaries

**SECRETARIAL COMPLIANCE REPORT OF**  
**ARCHEAN CHEMICAL INDUSTRIES LIMITED FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024**  
**ISIN: INE128X01021**

We, **HVS & Associates**, Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by ARCHEAN CHEMICAL INDUSTRIES LIMITED (formerly known as Archean Chemical Industries Private Limited) (CIN: L24298TN2009PLC072270) having its Registered office at No.2, North Crescent Road, T. Nagar, Chennai – 600 017;
- b) the filings/ submissions made by the listed entity to the stock exchanges;
- c) website of the listed entity, (website address: <https://www.archeanchemicals.com>)
- d) any other document/ filing, as may be relevant, which has been relied upon to make this Report for the financial year ended 31st March, 2024 (“Review Period”) in respect of compliance with the provisions of:
  - i. the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
  - ii. 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;
- 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 since there were no reportable event during the review period)
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- g) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, and circulars/ guidelines issued thereunder.

and based on the above examination, We hereby report that, during the Review Period:



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## Company Secretaries

(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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
- Nil -										

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

Sr. No	Observations/ Remarks Of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	For September 2022, it was filed on 22 <sup>nd</sup> February 2023	-Nil-	SEBI(LODR)23 (9)	The listed entity made the required disclosure after the prescribed period of 15 days i.e For September 2022, it was	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.



# HVS & Associates

## Company Secretaries

				filed on 22nd February 2023.		
2.	The listed entity did not intimate within the stipulated time.	-Nil-	SEBI(LODR) Reg 50(1)	The Listed entity intimated after the prescribed period of 2 days to the stock exchanges.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.
3.	The listed entity did not submit within the stipulated period.	-Nil-	SEBI (LODR) Reg 52(1)	The Listed entity intimated after the prescribed period of 45 days to the stock exchanges.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.
4.	The listed entity did not disclose within the stipulated time.	-Nil-	SEBI(LODR) Reg 52(4)	The Listed entity disclosed after the prescribed period of 45 days to the stock exchanges.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.
5.	For the 2 <sup>nd</sup> quarter ended September 2022 was filed on 23 <sup>rd</sup> February 2023	-Nil-	SEBI (LODR) 52(7)	The listed entity submitted to the stock exchange after prescribed period of 45 days from the end of every quarter.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.

Head Office: New No. 6, Old No. 18, 1st Floor, Poes Road, 1st Street, Teynampet, Chennai - 600 018. E-mail ID : chennai@hvsassociates.in Tel : 044 - 35001081 / 82, GSTIN : 33AAJFH2289R1ZP

Bengaluru Branch: 1st Floor, 189/60, 38th Cross, 7th Main, 5th Block Jayanagar, Bengaluru, Karnataka - 560 041. E-mail ID : bengaluru@hvsassociates.in Tel : +91 93537 06660, GSTIN : 29AAJFH2289R1ZE

Kochi Branch: New No. 35/113A, (Old No. 35/235), 1st Floor, Ram Nivas, Thrikkakara, Ernakulam - 682 021. E-mail ID : kochi@hvsassociates.in Tel : +91 90744 29964, GSTIN : 33AAJFH2289R2ZQ

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## Company Secretaries

6.	The listed entity did not disclose within the stipulated time.	-Nil-	SEBI (LODR) Reg 54 (2)	The listed entity has not disclosed the security created with respect to its secured listed non-debt securities within the time prescribed.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.
7.	For the 4 <sup>th</sup> quarter ended March 2022 filed on 6 <sup>th</sup> July, 2022	-Nil-	Regulation 52(7)/7A	The listed entity submitted to the stock exchange after prescribed period of 45 days from the end of every quarter ended March 2022.	The management has recognised this discrepancy and subsequently filed the statement of deviation.	The listed entity has delisted its NCDs and no instances of violations henceforth.

We 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 Standards:</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	

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## Company Secretaries

2.	<b>Adoption and timely updation of the Policies:</b>	Yes	
	<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>		
	<ul style="list-style-type: none"> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes	
3.	<b>Maintenance and disclosures on Website:</b>	Yes	
	<ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> </ul>	Yes	
	<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 re- directs to the relevant document(s)/ section of the website</li> </ul>	Yes	The Company had revamped its website last December, 2023, and therefore, due to technical issues, the links present in the Annual Report of FY 2022-23, does not re-redirect to the relevant documents. However, it redirects to the website of the Company wherein all the documents can be accessed under the appropriate headings.
4.	<b>Disqualification of Director:</b> 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	
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t:</b>	NA	There is no material subsidiary to the listed entity
	(a) Identification of material subsidiary companies	NA	There is no material subsidiary to the listed entity
	(b) Disclosure requirement of material as well as other subsidiaries	NA	There is no material subsidiary to the listed entity
6.	<b>Preservation of Documents:</b>		

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## Company Secretaries

	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/during the financial year as prescribed in SEBI Regulations	Yes	
8.	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or	Yes	
	(b) In case no prior approval has been obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee,	Yes	
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	
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been 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	Yes	
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1	NA	There is no resignation of statutory auditors from the listed entity

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## Company Secretaries

	and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.		
13.	<b>Additional non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

### Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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.

Place: Chennai

Date: 14/05/2024

For **HVS & Associates**  
Company Secretaries  
Firm Unique Code: P2016TN048300  
Peer Review No: 641/2019



VINU THOMAS

M. No: 10306, CoP:13428  
UDIN: F010306F000329196





# HVS & Associates

## Company Secretaries

**SECRETARIAL COMPLIANCE REPORT OF**  
**ARCHEAN CHEMICAL INDUSTRIES LIMITED FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024**  
**ISIN: INE128X01021**

We, **HVS & Associates**, Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by ARCHEAN CHEMICAL INDUSTRIES LIMITED (formerly known as Archean Chemical Industries Private Limited) (CIN: L24298TN2009PLC072270) having its Registered office at No.2, North Crescent Road, T. Nagar, Chennai – 600 017;
- b) the filings/ submissions made by the listed entity to the stock exchanges;
- c) website of the listed entity, (website address: <https://www.archeanchemicals.com>)
- d) any other document/ filing, as may be relevant, which has been relied upon to make this Report for the financial year ended 31st March, 2024 (“Review Period”) in respect of compliance with the provisions of:
  - i. the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
  - ii. 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;
- 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 since there were no reportable event during the review period)
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- g) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, and circulars/ guidelines issued thereunder.

and based on the above examination, We hereby report that, during the Review Period:



# HVS & Associates

## Company Secretaries

(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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
- Nil -										

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

Sr. No	Observations/ Remarks Of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	For September 2022, it was filed on 22 <sup>nd</sup> February 2023	-Nil-	SEBI(LODR)23 (9)	The listed entity made the required disclosure after the prescribed period of 15 days i.e For September 2022, it was	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.



# HVS & Associates

## Company Secretaries

				filed on 22nd February 2023.		
2.	The listed entity did not intimate within the stipulated time.	-Nil-	SEBI(LODR) Reg 50(1)	The Listed entity intimated after the prescribed period of 2 days to the stock exchanges.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.
3.	The listed entity did not submit within the stipulated period.	-Nil-	SEBI (LODR) Reg 52(1)	The Listed entity intimated after the prescribed period of 45 days to the stock exchanges.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.
4.	The listed entity did not disclose within the stipulated time.	-Nil-	SEBI(LODR) Reg 52(4)	The Listed entity disclosed after the prescribed period of 45 days to the stock exchanges.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.
5.	For the 2 <sup>nd</sup> quarter ended September 2022 was filed on 23 <sup>rd</sup> February 2023	-Nil-	SEBI (LODR) 52(7)	The listed entity submitted to the stock exchange after prescribed period of 45 days from the end of every quarter.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.

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Kochi Branch: New No. 35/113A, (Old No. 35/235), 1st Floor, Ram Nivas, Thrikkakara, Ernakulam - 682 021. E-mail ID : kochi@hvsassociates.in Tel : +91 90744 29964, GSTIN : 33AAJFH2289R2ZQ

# HVS & Associates

## Company Secretaries

6.	The listed entity did not disclose within the stipulated time.	-Nil-	SEBI (LODR) Reg 54 (2)	The listed entity has not disclosed the security created with respect to its secured listed non-debt securities within the time prescribed.	Entire debentures were redeemed on 19.11.2022 and delisted w.e.f 02.01.2023	The listed entity has delisted its NCDs and no instances of violations henceforth.
7.	For the 4 <sup>th</sup> quarter ended March 2022 filed on 6 <sup>th</sup> July, 2022	-Nil-	Regulation 52(7)/7A	The listed entity submitted to the stock exchange after prescribed period of 45 days from the end of every quarter ended March 2022.	The management has recognised this discrepancy and subsequently filed the statement of deviation.	The listed entity has delisted its NCDs and no instances of violations henceforth.

We 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 Standards:</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	

# HVS & Associates

## Company Secretaries

2.	<b>Adoption and timely updation of the Policies:</b>	Yes	
	<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>		
	<ul style="list-style-type: none"> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, 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	
	<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 re- directs to the relevant document(s)/ section of the website</li> </ul>	Yes	The Company had revamped its website last December, 2023, and therefore, due to technical issues, the links present in the Annual Report of FY 2022-23, does not re-redirect to the relevant documents. However, it redirects to the website of the Company wherein all the documents can be accessed under the appropriate headings.
4.	<b>Disqualification of Director:</b> 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	
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t:</b>		There is no material subsidiary to the listed entity
	(a) Identification of material subsidiary companies	NA	
	(b) Disclosure requirement of material as well as other subsidiaries	NA	There is no material subsidiary to the listed entity
6.	<b>Preservation of Documents:</b>		

# HVS & Associates

## Company Secretaries

	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/during the financial year as prescribed in SEBI Regulations	Yes	
8.	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or	Yes	
	(b) In case no prior approval has been obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee,	Yes	
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	
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been 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	Yes	
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1	NA	There is no resignation of statutory auditors from the listed entity

# HVS & Associates

## Company Secretaries

	and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.		
13.	<b>Additional non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

### Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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.

Place: Chennai

Date: 14/05/2024

For **HVS & Associates**  
Company Secretaries  
Firm Unique Code: P2016TN048300  
Peer Review No: 641/2019



VINU THOMAS

M. No: 10306, CoP:13428  
UDIN: F010306F000329196

