



GHATPANDE & GHATPANDE ASSOCIATES

COMPANY SECRETARIES

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Chordia Food Products Limited

CIN: L15995PN1982PLC026173

Annual Secretarial Compliance Report For the Financial Year ended 31st March, 2025

We, M/s Ghatpande & Ghatpande Associates, Practising Company Secretaries, having FRN P2019MH077200 and Peer Review No.: 4537/2023 have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Chordia Food Products Limited (hereinafter referred as 'the Listed Entity/Company'), having its Registered Office at Plot No 399/400 S No 398 Tal. Shirwal Village -Sangvi Dist. Satara- 412801 and having its Corporate Office at Survey No. 43 & 45, Part Plot No. 48A, Parvati Industrial Estate, Pune-Satara Road, Pune- 411009. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, We hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:-

We have examined: -

- (a) All the documents and records made available to us and explanation provided by the Officials of Chordia Food Products Limited,
- (b) The filings/ submissions made by the listed entity to the stock exchange,
- (c) The website of the listed entity,
- (d) Any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the Financial Year ended as on 31st March, 2025 ("Review Period") in respect of compliance with the provisions of:



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the Securities and Exchange Board of India Act, 1992 and the
Regulations, circulars, guidelines issued thereunder; and
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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 by us includes: -

- (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 as there was no reportable event during 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 as there was no reportable event during the period under review]
- (e) 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 period under review]
- (f) 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 period under review]
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Other Regulations as applicable which includes: -
 - i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; [Not Applicable as there was no reportable event during the period under review]
 - ii) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996;

and circulars/ guidelines issued thereunder;



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 and has submitted necessary intimations, reports, letters to the Stock Exchange through its 'BSE Listing Portal' and by Post/Email.
- (b) The Listed Entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) As per the SEBI (LODR) Regulations, 2015 the Company has closed its Register of Members and Share Transfer Books during the Financial Year under Report from Monday, 16th September, 2024 to Monday, 23rd September 2024 (Both days inclusive) for the purpose of Annual General Meeting held for adoption of Audited Financial Statements for the Financial Year ended as on 31st March, 2024.
- (d) As per the SEBI (LODR) Regulations, 2015, the Company has published its Quarterly, Half Yearly and Yearly Financial Results and has submitted the same to BSE Ltd., as required as per the details given below: -

Sr. No.	Quarter/Period ended	Date of Board Meeting approving the Financial Results	Date of Submission to BSE Ltd., and its Acknowledgement No.	Observations/ Remarks of the Practicing Company Secretary
i.	Audited Financial Results for the Quarter and Financial Year ended as on 31 st March, 2024	29 th May, 2024	29 th May, 2024 Acknowledgement No.: 7353463	Published and filed to BSE within time
ii.	Un-Audited Financial Results for the Quarter ended as on 30 th June, 2024	13 th August, 2024	13 th August, 2024 Acknowledgement No.: 7741484	Published and filed to BSE within time
iii.	Un-Audited Financial Results for the Quarter and Half Year ended as on 30 th September, 2024	14 th November, 2024	14 th November, 2024 Acknowledgement No.: 8220133	Published and filed to BSE within time
iv.	Un-Audited Financial Results for the Quarter and Nine Months ended as on 31 st December, 2024	14 th February, 2025	14 th February, 2025 Acknowledgement No.: 9038441	Published and filed to BSE within time



(e) As per the SEBI (LODR) Regulations, 2015, the Company has submitted to BSE Ltd., inter alia, the following submissions as required for the Quarterly, Half Yearly and Yearly Submissions as detailed below: -

Sr. No.	Quarter / Period ended	Particulars of Compliance	Date of Submission to BSE Ltd., and its Acknowledgement No.	Observations/ Remarks of the Practicing Company Secretary
1.	Quarter and Financial Year ended as on 31 st March, 2024	i. Certificate of RTA under Regulation 74(5) of the SEBI (DP) Regulations, 2018	10/04/2024 Acknowledgement No. 7095682	Filed to BSE within time
		ii. Certificate of PCS as per Regulation 40(9) of SEBI (LODR) Regulations, 2015	10/04/2024 Acknowledgement No. 7096107	Filed to BSE within time
		iii. Reporting of Investor Complaints	10/04/2024 Acknowledgement No. 1004202404402533	Filed to BSE within time
		iv. Reconciliation of Share Capital Audit	10/04/2024 Acknowledgement No. 10042024787892	Filed to BSE within time
		v. Compliance Certificate Pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015	10/04/2024 Acknowledgement No. 7096086	Filed to BSE within time
		vi. Shareholding Pattern	10/04/2024 Acknowledgement No. 1004202404534031	Filed to BSE within time
		vii. Corporate Governance Report	20/04/2024 Acknowledgement No. 2004202403362827	Filed to BSE within time



		viii. Structured Digital Database (SDD) Compliance Certificate	10/04/2024 Acknowledgement No. 10042024787924	Filed to BSE within time
		ix. Certificate of Non-Applicability of Regulation 57(5) of SEBI (LODR) Regulations, 2015	10/04/2024 Acknowledgement No. 7095829	The compliance under Regulation 57(5) of SEBI LODR Regulations, 2015 is not applicable to the Company. The Company has filed the non applicability letter to BSE within time.
		x. Annual Disclosure under Regulation 31(4) of SEBI (SAST) Regulations, 2011	Submitted via email on 15/04/2024	Filed to BSE within time
2.	Quarter ended 30 th June, 2024	i. Compliance under Regulation 57(5) of SEBI LODR Regulations, 2015	13/07/2024 Acknowledgement No. 7566852	The compliance under Regulation 57(5) of SEBI LODR Regulations, 2015 is not applicable to the Company. The Company has filed the non applicability letter to BSE within time.
		ii. Certificate of RTA under Reg. 74(5) of SEBI (DP) Regulations, 2018	13/07/2024 Acknowledgement No. 7566827	Filed to BSE within time
		iii. Reconciliation of Share Capital Audit	13/07/2024 Acknowledgement No.	Filed to BSE within time



			13072024800099	
	iv. Reporting of Investors Complaint	13/07/2024 Acknowledgement No. 1307202410560833	Filed to BSE within time	
	v. Shareholding Pattern	13/07/2024 Acknowledgement No. 1307202412093931	Filed to BSE within time	
	vi. Corporate Governance Report	13/07/2024 Acknowledgement No. 1307202410540227	Filed to BSE within time	
	vii. Structured Digital Database (SDD) Compliance Certificate	13/07/2024 Acknowledgement No. 13072024800129	Filed to BSE within time	
3.	Quarter and Half Year ended 30 th September, 2024	i. Compliance under Regulation 57(5) of SEBI LODR Regulations, 2015	17/10/2024 Acknowledgement No. 8064092	The compliance under Regulation 57(5) of SEBI LODR Regulations, 2015 is not applicable to the Company. The Company has filed the non applicability letter to BSE within time.
	ii. Certificate of RTA under Reg. 74(5) of SEBI (DP) Regulations, 2018	13/10/2024 Acknowledgement No. 8037925	Filed to BSE within time	
	iii. Reconciliation of Share Capital Audit	21/10/2024 Acknowledgement No. 2110202411553955	Filed to BSE within time	



		iv. Reporting of Investors Complaint	17/10/2024 Acknowledgement No. 1710202406320433	Filed to BSE within time
		v. Shareholding Pattern	17/10/2024 Acknowledgement No. 1710202406323931	Filed to BSE within time
		vi. Corporate Governance Report	21/10/2024 Acknowledgement No. 2110202411300227	Filed to BSE within time
		vii. Structured Digital Database (SDD) Compliance Certificate	17/10/2024 Acknowledgement No. 17102024813024	Filed to BSE within time
4.	Quarter ended 31 st December, 2024	i. Compliance under Regulation 57(5) of SEBI LODR Regulations, 2015	06/01/2025 Acknowledgement No. 8645543	The compliance under Regulation 57(5) of SEBI LODR Regulations, 2015 is not applicable to the Company. The Company has filed the non applicability letter to BSE within time.
		ii. Certificate of RTA under Reg. 74(5) of SEBI (DP) Regulations, 2018	15/01/2025 Acknowledgement No. 8728328	Filed to BSE within time
		iii. Reconciliation of Share Capital Audit	20/01/2025 Acknowledgement No. 2001202505423955	Filed to BSE within time
		iv. Reporting of Investors Complaint	18/01/2025 Acknowledgement No. 1801202504374333	Filed to BSE within time



		<p>v. Shareholding Pattern</p>	<p>20/01/2025 Acknowledgement No. 2001202506014331</p>	<p>Filed to BSE within time</p>
		<p>vi. Corporate Governance Report</p>	<p>21/01/2025 Acknowledgement No. 2101202504221227</p>	<p>Filed to BSE within time</p>
		<p>vii. Structured Digital Database (SDD) Compliance Certificate</p>	<p>20/01/2025 Acknowledgement No. 20012025824845</p>	<p>Filed to BSE within time</p>
		<p>viii. Integrated Filing (Governance) as introduced through the circular dated 31.12.2024 as an amendment to the SEBI (LODR) Regulations, 2015.</p>	<p>14/02/2025 Acknowledgement No. 1402202501405927</p>	<p>Filed to BSE within time</p>

We further additionally report that, during the Review Period:

I.

(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.	Com- pliance Require- ment (Regu- lations/ circulars/guide- lines including specific clause)	Regu- lation/ Circula rNo.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Obser- vations/ Remarks of the Practicing Company Secretary	Man- age- ment Re- sponse	Re- marks
-NIL-										



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

Sr. No.	Com- pliance Requirement (Regu- lations/ circulars/guide- lines including specific clause)	Regu- lation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Obser- vations/ Remarks of the Practicing Company Secretary	Man- age-ment Re- sponse	Re- marks
In the previous report, there was no observations as regards pending compliances and hence, NIL.										

II. Compliances related to resignation of Statutory Auditors from the Company 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 appointing/re-appointing an auditor		
	<p>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</p> <p>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</p> <p>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.</p>	Not Applicable	The Auditors had not resigned from the post of Auditors during the reporting period
2)	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>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 the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents have 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.</p>	Not Applicable	No resignation of Statutory Auditor during the Financial year under Report.
		Not Applicable	No resignation of Statutory Auditor during the Financial year under Report.



	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.	Not Applicable	No resignation of Statutory Auditor during the Financial year under Report.
	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.	Not Applicable	No resignation of Statutory Auditor during the Financial year under Report.
3)	The Company / 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 18 th October, 2019.	Not Applicable	No resignation of Statutory Auditor during the Financial year under Report.

III. 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)	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.	Yes	Secretarial Standards with regard to Meeting of the Board of Directors [SS-1], General Meetings [SS-2], Dividends[SS-3] (Not applicable to the Company since the Company has not declared and paid any Dividend during the Audit Period) and Report of the Board of Directors [SS-4] issued by the Institute of Company Secretaries of India, have been complied with.
	The compliances of listed entities are in accordance with the Auditing Standards issued by ICSI, namely CSAS-1 to CSAS-3	Yes	The Company and the Secretarial Auditors of the Company have complied with the Auditing Standards issued by ICSI.
2)	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the Company All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated, as per the Regulations/Circulars/ Guidelines issued by SEBI. 	Yes	The applicable policies under SEBI Regulations are adopted and approved and updated on the Website of the Company.



3)	Maintenance and disclosures on Website: <ul style="list-style-type: none"> The Company 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 redirects to the relevant document(s)/section of the website 	Yes	The Company is maintaining a website under the URL https://chordiafoods.com/ and it is functional. However, certain improvements and additions are recommended to the Company for improvising the website. As informed to us, the same is being taken care of.
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 Company.	Yes	None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013.
5)	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none"> Identification of material subsidiary companies Disclosure requirement of material as well as other subsidiaries 	Not Applicable	The Company during the FY 2024-2025 did not have any Subsidiary.
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 the SEBI (LODR) Regulations, 2015.	Yes	The Company is maintaining the records as per the requirements of the Companies Act, 2013. The same policy is adopted under SEBI (LODR) Regulations, 2015 also.
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	<p>The Managing Director is the Promoter Director. The Company has appointed 3 (Three) Independent Directors and 1 (One) Non Executive Non Independent Director.</p> <p>The Independent Directors evaluates the performance of the Board of Directors on yearly basis.</p> <p>The Company has also conducted performance evaluation of the Independent Director and the Committees.</p>
8)	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or	Yes	The practice of the Company in connection with Related Parties is that it is first placed before the Audit Committee for its recommendation, then in



	(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.	NA	<p>the Board of Directors for its approval. The Company has already obtained the approval of the shareholders in its Annual General Meeting held on 28th September, 2022 on blanket permission basis for the period from 1st August, 2022 to 31st July, 2027.</p> <p>The Audit Committee and Board of Directors reviews the Related Party Transactions entered into by the Company and also ensures that they are within the limits prescribed under the blanket permission.</p>
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	The Company has provided all the required disclosures under Regulation 30 along with Schedule III of SEBI (LODR) Regulations, 2015 within the time limits prescribed.
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	The Company has installed and implemented the designated SDD Software and has entered all the entries in the said system. The Company has also done UPSI entries from time to time as required. The Company is therefore SDD Compliant.
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 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 except as provided under separate paragraph herein.	No	No action was taken/ being taken by SEBI or Stock Exchange.
12)	Resignation of statutory auditors from the listed entity or its material subsidiaries: 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 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.	Not Applicable	The Statutory Auditors had not resigned from the post of Auditors during the reporting period



13)	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Not Applicable	Nil
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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 Accounts of the listed entity.
4. 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.

Given at Pune on this 23rd May, 2025

For Ghatpande & Ghatpande Associates
Company Secretaries

Shekhar Ghatpande
Shekhar Ghatpande
Partner
FCS:1659 CP:782
FRN: P2019MH077200
Peer Review No.: 4537/2023
UDIN: F001659G000417448



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