

30 May 2024

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1 G Block
Bandra Kurla Complex, Bandra (E)
MUMBAI-400051
SECURITY ID: DIL; ISIN INE411Y01011

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2024

Ref.: Regulations 24A of the LODR Regulations

Dear Sir / Madam,

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2024, issued by Uravshi Sharma & Associates, Practicing Company Secretaries, Jaipur.

This is for your information and records.

Kindly take the same in your records and oblige us.

Yours faithfully,

For Debock Industries Limited
(Formerly known as Debock Sales And Marketing Limited)

MUKESH
MANVEER
SINGH

Digitally signed by
MUKESH MANVEER
SINGH
Date: 2024.05.30
22:00:02 +05'30'

Mukesh Manveer Singh

Director

DIN: 01765408

For further queries in this regard, kindly contact at below-mentioned addresses:

Email Id: cs@debockgroup.com, info@debockgroup.com

Encls: as above



URAVSHI SHARMA & ASSOCIATES

Company Secretaries

Office Address: F-450, Nakul Path, Lal Kothi Scheme, Jaipur-302015, Rajasthan
E-Mail Id.: uravshisharma5@gmail.com, Contact No.: +91-9352185122, PAN: ECTPS5537R

SECRETARIAL COMPLIANCE REPORT
of Debock Industries Limited
for the financial year ended 31st March 2024

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s. Debock Industries Limited (hereinafter referred to as ‘the listed entity’), having its Registered Office at 51, Lohiya Colony, 200ft Bye Pass Vaishali Nagar Jaipur 302021. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my 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, I hereby report that the listed entity has, during the review period covering the financial year ended on 31st March 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I **Uravshi Sharma** have examined:

- (a) all the documents and records made available to us and explanation provided by **DEBOCK INDUSTRIES 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 report,

for the financial year ended 31st March 2024 (“Review Period”) in respect of compliance with the provisions of:



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- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, and guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, and 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 during the review period**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the review period**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the review period**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depository Participant) Regulations, 2018;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable during the review period**
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009 and circulars/guidelines issued



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thereunder;

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

1. (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 clauses)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Voilation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	An email bearing reference no. NSE/CM/Surveillance/12936	An email bearing reference no. NSE/CM/Surveillance/12936 dated	The National Stock Exchange of India Limited Surveillance Team sought clarification from the	NSE	Price movement of the Company's securities	The National Stock Exchange of India Limited Surveillance Team sought clarification from the Company regarding the price movement of the	NA	The Company has submitted the reply vide their letter dated 11 April 2023 stating that there is no	The Company has submitted the reply vide their letter dated 11 April 2023 stating that there is no	NA



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	dated 11 April 2023	11 April 2023	Company regarding the price movement of the Company's securities across the Exchanges in the recent past.			Company's securities across the Exchanges in the recent past.		additional information /announcement by the Company at this point in time which in Company's opinion needs to be disclosed/reported to the Exchanges or Shareholders, which may have bearing on the price/volume behavior in the Company's scrip.	additional information /announcement by the Company at this point in time which in Company's opinion needs to be disclosed/reported to the Exchanges or Shareholders, which may have bearing on the price/volume behavior in the Company's scrip.	
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2.	Regulation 29 of SEBI (LODR) Regulations, 2015	Regulation 29 of SEBI (LODR) Regulations, 2015	National Stock Exchange had given a notice dated 07 September 2023 that the Company has not given advance notice of 5 working days (excluding the date of the intimation and date of the meeting) for Financial Results.	NSE	The Company has not given advance notice of 5 working days (excluding the date of the intimation and date of the meeting) for Financial Results.	The Company has not given advance notice of 5 working days (excluding the date of the intimation and date of the meeting) for Financial Results.	NIL	The Company has submitted their reply dated 10 September 2023 stating some technical error on the NEAPS platform. The detailed reply is attached as Annexure- A	The Company has submitted their reply dated 10 September 2023 stating some technical error on the NEAPS platform. The detailed reply is attached as Annexure-A	NA
3	Circular no. NSE/CML/2022/58 dated 15 December	Circular no. NSE/CML/2022/58 dated 15 December	The XBRL submission for the outcome of a board meeting along	NSE	XBRL submission	The XBRL submission for the outcome of a board meeting along with financial results	NA	The Company was facing a validation error and hence	The Company was facing a validation error and hence	NA



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	2022		with financial results was not submitted within 24 hours for the quarter that ended 30 September 2023			was not submitted within 24 hours.		couldn't submit the XBRL on time. The Company had to take the assistance of a technical team to resolve the said issue.	couldn't submit the XBRL on time. The Company had to take the assistance of a technical team to resolve the said issue.	
4	Regulation 30 of the SEBI (LODR) Regulations, 2015	Regulation 30 of the SEBI (LODR) Regulations, 2015	The National Stock Exchange of India Limited Surveillance Team sought clarification from the Company vide email bearing reference no. NSE/CM/Surveillance/13679 dated 14 December 2023	NSE	Price movement of the Company's securities	The National Stock Exchange of India Limited Surveillance Team sought clarification from the Company regarding the price movement of the Company's securities across the Exchanges in the recent past.	NA	The Company has submitted the reply vide their letter dated 15 December 2023 stating that no information or events deemed relevant and impactful to the pricing dynamics of the	The Company has submitted the reply vide their letter dated 15 December 2023 stating that no information or events deemed relevant and impactful to the pricing dynamics of the	NA



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								Company's scrip have been withheld. The fluctuations observed in the Company's share price is solely attributable to prevailing market conditions and are inherently market-driven.	Company's scrip have been withheld. The fluctuations observed in the Company's share price is solely attributable to prevailing market conditions and are inherently market-driven.	
5	Regulation 30 of LODR, 2015 Schedule III Part A	Regulation 30 of LODR, 2015 Schedule III Part A	NA	NA	The Company failed to Disclose the change in Designatio	The Company failed to Disclose the change in Designation and appointment of a director resolved in their Board meeting dated 01 January 2024.	NA	The Company said that it was an inadvertent omission.	The Company said that it was an inadvertent omission.	NA



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					n and appointme nt of a director resolved in their Board meeting dated 01 January 2024.					
6.	As per sub-para 7C of Para A Part A Schedule III of SEBI LODR 2015	As per sub- para 7C of Para A Part A Schedule III of SEBI LODR 2015	National Stock Exchange had given a notice dated 04 January 2024 that there was no reason for resignation provided in the disclosure or the resignation letter As per sub-	NSE	There was no reason of resignation provided in the disclosure or the resignation letter As per sub para 7C of Para A Part A Schedule III of	There was no reason for resignation provided in the disclosure or the resignation letter As per sub-para 7C of Para A Part A Schedule III of SEBI LODR	NIL	The Company has submitted its reply dated 11 January 2024 with the detailed reasons of the resignation. The clarification letter is attached as Annexure-B	The Company has submitted their reply dated 11 January 2024 with the detailed reasons of the resignation. The clarification letter is attached as Annexure-B	NA



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			para 7C of Para A Part A Schedule III of SEBI LODR		SEBI LODR					
7	Regulation 17(1) of the SEBI (LODR) Regulations, 2015	Regulation 17(1) of the SEBI (LODR) Regulations, 2015	National Stock Exchange issued an 'Advisory Appointment of Independent Director(s)' dated 25 January 2024 referencing the Corporate Governance Report for the quarter ended December 31, 2023, and observed that the director on the Board has ceased from the Board	NSE	Advisory issued	Director on the Board has ceased from the Board during the quarter ended September 30, 2023, rendering the Composition of the Board of Directors, not in line with the requirements of 17(1) SEBI (LODR) Regulations, 2015.	NA	The Company has submitted its reply dated 06 February 2024 with the detailed reasons of the resignation. The clarification letter is attached as Annexure-C .	The Company has submitted its reply dated 06 February 2024 with the detailed reasons of the resignation. The clarification letter is attached as Annexure-C .	NA



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			during the quarter ended September 30, 2023, rendering the Composition of the Board of Directors, not in line with the requirements of SEBI (LODR) Regulations, 2015.							
8.	Regulation 23(9) of SEBI (LODR) Regulations, 2015	Regulation 23(9) of SEBI (LODR) Regulations, 2015	Regulation 23(9) of SEBI (LODR) Regulations, 2015 The Exchange has observed vide their communication dated 30 January 2024 that –	NSE	1. Value of the related party transaction as approved by the audit committee in RPT XBRL is not provided by the company. 2. Total	The Exchange has observed that – 1. Value of the related party transaction as approved by the audit committee in RPT XBRL is not provided by the company. Total Value of the	NIL	The Company submitted a detailed reply dated 01 February 2024 attached as Annexure D	The Company submitted a detailed reply dated 01 February 2024 attached as Annexure D	NA



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			1. The value of the related party transaction as approved by the audit committee in RPT XBRL is not provided by the company. 2. Total Value of the related party transactions is in Actuals.		Value of the related party transactions are in Actuals	related party transactions are in Actuals				
9.	No covering letter attached, the parameters as mentioned in sub-para	There is no covering letter attached, and the parameters as mentioned in sub-para 20 of Para A of Part A of Schedule	The Warning Letter dated February 22, 2024, was issued by NSE to the Company. It has been observed that there is no	NSE	There is no covering letter attached to the aforesaid announcement and further, the parameters as mentioned in sub-para 20 of	The Warning Letter dated February 22, 2024, was issued by NSE to the Company. It has been observed that there is no covering letter attached to the aforesaid announcement and further, the	NIL	The Company has submitted a detailed reply dated 23 February 2024 attached herewith as Annexure E	The Company has submitted a detailed reply dated 23 February 2024 attached herewith as Annexure E	NA



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	20 of Para A of Part A of Schedule III of SEBI Listing Regulations, 2015	III of SEBI Listing Regulations, 2015 have not been provided by the Company.	covering letter attached to the aforesaid announcement and further, the parameters as mentioned in sub-para 20 of Para A of Part A of Schedule III of SEBI Listing Regulations, 2015 has not been provided by the Company.		Para A of Part A of Schedule III of SEBI Listing Regulations, 2015 have not been provided by the Company.	parameters as mentioned in sub-para 20 of Para A of Part A of Schedule III of SEBI Listing Regulations, 2015 have not been provided by the Company.				
10.	Regulation 31 (1) (b) of LODR 2015	Regulation 31 (1) (b) of LODR 2015	The National Stock Exchange sent an email dated 20 March 2024 concerning the submission of the Shareholding Pattern ("SHP")	NSE	Shareholding Pattern Query - Statement showing foreign ownership limits - December 31, 2023	National Stock Exchange had given a notice that Shareholding Pattern Query - Statement showing foreign ownership limits - December 31, 2023.	NIL	The Company submitted a detailed reply dated 21 March 2024 along with a Statement showing foreign ownership limits - December 31, 2023.	The Company submitted a detailed reply dated 21 March 2024 along with a Statement showing foreign ownership limits - December 31, 2023.	NA



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			for the Quarter that ended December 31, 2023.							
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:



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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	Management Response	Remarks
1	SDD Compliance Certificate	circular No. NSE/CML/2022/51, circular No. NSE/CML/2022/52 dated November 04, 2022, Circular No. NSE/CML/2023/09 dated	There was delay in filing SDD certificate for 1 quarter i.e., Q3-31.12.2022	NIL	The Company submitted it late inadvertently.	As per the SEBI Circular NSE/CML/2022/51, The SDD certificate for December quarter needs to be filed latest by 21 st January, 2023, but the same was filed by 28 th January 2023.	-	There was delay in filing SDD certificate for 1 quarter i.e., Q3-31.12.2022	The Company submitted it late inadvertently.	There was delay in filing of SDD certificate with the exchange for 1 quarter i.e December



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		January 25, 2023 and circular Ref No: NSE/CML/2023/21 dated March 16, 2023								
2	Regulation 29	Regulation 29 of SEBI (Listing Obligations and Disclosure Requirements), 2015	Intimation of the Board meeting for meeting dated 16 th August 2022 was not done	NSE	Penalty was levied	As per Regulation 29 of SEBI (Listing Obligations and Disclosure), 2015, the Intimation of Board Meeting for Meeting dated 16 th August, 2022 was not done	11800	Intimation of the Board meeting for meeting dated 16 th August, 2022 was not done.	Penalty was levied	The Company paid the penalty on 8 th October 2022.



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3	Regulation 33	Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement), 2015	The Unaudited Financial Results for the quarter ended 30 th September, 2022 were not submitted on time i.e. as per Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements), 2015 within 45 days from the end of the quarter	NSE	Penalty was levied	As per Regulation 29 of SEBI (Listing Obligations and Disclosure), 2015, Unaudited financial results to be submitted within 45 days of the end of the quarter but the same was done beyond 45 days of the quarter	5900	The Unaudited Financial Results for the quarter ended 30 th September 2022 were not submitted on time i.e. as per Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements), 2015 within 45 days from the end of the quarter	Penalty was levied As per our discussion, we wish to inform you that we paid the amount of Rs. 325000.	The Company paid the penalty on 22 December 2022.
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4	Regulation 17(1)	Regulation 17(1) of SEBI (Listing Obligation and Disclosure Requirement), 2015	The Composition of Board of Directors for the quarter ended 30 th June, 2022 was not in proportion of Regulation 17(1) of SEBI (Listing Obligation and Requirement), 2015	NSE	Penalty was levied	The Composition of Board of Directors for the quarter ended 30 th June, 2022 was not in proportion of Regulation 17(1) of SEBI (Listing Obligation and Requirement), 2015	536900	The Composition of Board of Directors for the quarter ended 30 th June, 2022 was not in proportion of Regulation 17(1) of SEBI (Listing Obligation and Requirement), 2015	Penalty was levied	The Company paid the penalty on 12 th October, 2022 and the composition of Board of Directors was rectified as Per Regulation 17(1) of SEBI(LODR), 2015
5.	Regulation 17(1)	Regulation 17(1) of SEBI (Listing Obligation and Disclosure Requirement), 2015	National Stock Exchange had given the SOP notice quarter	NSE	Penalty was levied	The SOP Notice for the quarter ended 30 th Sept, 2022 was not in proportion of Regulation	318600	The Composition of Board of Directors for the quarter ended 30 th Sept, 2022 was not in proportion of Regulation 17(1) of SEBI (Listing	Penalty was paid	The Company paid the penalty on 12 th November 2022



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		Requirement), 2015	ended 30.09.2022 from exchange vide NSE/LIST-SOP/COMB/FINES/0946 dated 21st Nov. 2022 of Rs. 318600/-			17(1) of SEBI (Listing Obligation and Requirement), 2015		Obligation and Requirement), 2015		
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II. 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*
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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>	NA	There was no instance of resignation of the auditor during the review 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</p>	NA	There was no instance of resignation of the auditor during the review period.



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	<p>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> <p>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.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>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.</p>		
3	<p>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.</p>	NA	<p>There was no instance of resignation of the auditor during the review period.</p>



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III. 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 of India (ICSI).	Yes	
2	a. Adoption and timely updation of the Policies: All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities. b. 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	
3	a. Maintenance and disclosures on the Website: The Listed entity maintains a functional website b. Timely dissemination of the documents/ information under a separate section on the website. c. 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	
4	Disqualification of Director: None of the Directors (s) of the Company is/ are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	Yes	
5	Details related to Subsidiaries of listed entities have been examined (a) Identification of material subsidiary companies	Not Applicable	The Company does not have any subsidiary



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	(b) Disclosure requirement of material as well as other subsidiaries		
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	
7	Performance Evaluation: The listed entity has conducted a 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	Related Party Transactions: (a) The listed entity has obtained prior approval of the 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.	A. Yes B. Not applicable	Since all the related party transactions were entered after obtaining prior approval of the audit committee point (b) is not applicable.
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	
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	
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 (**).	Yes	The Company has received notices including under SOPs issued by SEBI through various circulars and regulations. The same is mentioned in the above table.



URAVSHI SHARMA & ASSOCIATES

Company Secretaries

Office Address: F-450, Nakul Path, Lal Kothi Scheme, Jaipur-302015, Rajasthan
E-Mail Id.: uravshisharma5@gmail.com, Contact No.: +91-9352185122, PAN: ECTPS5537R

12	Additional non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Annexure A	
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Assumptions & Limitations of Scope and Review:

1. Compliance with 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 on 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.

Place: Jaipur

Date: 30 May 2024

For Uravshi Sharma & Associates

ACS/ FCS No.: 42987

UDIN: A042987F000506989

PR No.: S2023RJ944700

CP NO. 25168



Debock Group <cs@debockgroup.com>

DIL- Clarification under Reg 29 - Financial Results

Debock Group <cs@debockgroup.com>

Sun, Sep 10, 2023 at 10:46 AM

To: "Kartik Jana (LISCO)" <kjana@nse.co.in>

Cc: DL-Announcement <DL-Announcement@nse.co.in>

Dear Team,

We regret our late reply due to unavoidable circumstances.

Considering your clarification, we wish to inform you that due to some technical error on NEAPS platform we are unable to generate the OTP for login to submit the prior intimation for Board Meeting. We tried several times even on different browsers, but did not receive any OTP neither on Mail nor on Mobile and since we have no access to the portal we were unable to contact any concerned person through sending mail or on call seeking clarification for the same.

However after lapse of the given period, we had word with one of the person of your department seeking clarification and they respond that, why did not we intimate them regarding the issue on same day, for which we clarify that, as we are unable to access the portal we have no contact mail or Mobile number for intimating the issue. In return for the same we received the response to give clarification on receipt of notice by Exchange in future time.

Our Company is highly regretful for the inconvenience caused to the exchange, but in the scenario we were also unable to take help from your side and once we contacted, we receive the above mentioned response.

Thanks & Regards ✍**CS ANKIT SHARMA**

📞 Contact : +91 9929289533

✉ email - cs@debockgroup.com**Debock Industries Limited**

[Quoted text hidden]

Date: 11.01.2024

To,
Department of Corporate Services
Listing Compliance
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1 G Block
Bandra Kurla Complex, Bandra (E)
MUMBAI-400051

Ref: SECURITY ID: DIL; ISIN INE411Y01011

Subject: DIL- Clarification on the announcement dated 01-Aug-2023

Dear Sir/Madam,

We acknowledge receipt of your communication dated 04 January 2024, wherein concerns were articulated regarding the resignation of the Company Secretary as per the announcement made on August 01, 2023. Your reference to sub-para 7C of Para A Part A Schedule III of SEBI LODR necessitates a response from us regarding the absence of detailed reasons for the resignation in the initial disclosure.

In compliance with the regulatory framework, we expeditiously engaged with the former Company Secretary to solicit comprehensive reasons for the resignation. Subsequently, we have received correspondence from the ex-Company Secretary elucidating both personal grounds and concurrent professional commitments as catalysts for the resignation.

In accordance with the stipulations set forth in SEBI LODR, we herewith submit the detailed reasons provided by the ex-Company Secretary. ("A-1") in addition to the original resignation letter dated 31 July 2023. This documentation is intended to rectify the observed discrepancies expeditiously, aligning with the regulatory timeline.

We emphasize our unwavering commitment to upholding the principles of transparency and regulatory compliance in corporate governance. The enclosed document is presented with the intent to address and rectify any concerns articulated in your aforementioned communication. Should you necessitate further elucidation or documentation, please do not hesitate to communicate with us directly.



DEBOCK INDUSTRIES LIMITED
(Formerly known as Debock Sales And Marketing Limited)

Your cooperation and understanding in this matter are duly appreciated.

Thanking You,

For Debock Industries Limited
(Formerly known as Debock Sales And Marketing Limited)

MUKESH
MANVEER SINGH

Digitally signed by MUKESH
MANVEER SINGH
Date: 2024.01.11 17:53:24
+05'30'

Mukesh Manveer Singh

Director

DIN: 01765408

For further queries in this regard, kindly contact at below mentioned addresses:

Email Id: cs@debockgroup.com , info@debockgroup.com

Encl: as above

To,
The Board of Directors
Debock Industries Limited
51, Lohiya Colony, 200 Feet Bye-Pass,
Vaishali Nagar, Jaipur-302021

Sir,

Sub: Resignation from post of Company Secretary

With reference to above cited subject, I Ankit Sharma hereby tender my resignation from post of Company Secretary and Compliance Officer of the Company with effect from 31/07/2023.

I hereby very grateful for providing me the opportunity to work with the Company.

Thanks,



CS Ankit Sharma

Dated: 31/07/2023

Accepted on 31/07/2023

For Debock Industries Limited



Director



DIL- Clarification on the announcement dated 01-Aug-2023

Ankit Sharma <csankit.18@gmail.com>
To: Debock Group <cs@debockgroup.com>

Fri, Jan 5, 2024 a

Dear Team,

Kindly mention

Due to some personal reasons & other professional commitments , I am unable to continue with the Company

Thanks & Regards ✍

CS ANKIT SHARMA

📞 Contact : +91 9929289533

✉ email - csankit.18@gmail.com

[Quoted text hidden]

06 February 2024

To,

Department of Corporate Services

Listing Compliance

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,

Plot No. C/1 G Block

Bandra Kurla Complex, Bandra (E)

MUMBAI-400051

Ref: SECURITY ID: DIL; ISIN INE411Y01011

Sub: Your email dated 25 January 2024 bearing the subject “Advisory - Appointment of Independent Director(s)”.

Dear Sir/ Ma'am,

Thank you for bringing to our attention the matter concerning the Corporate Governance Report for the quarter ended December 31, 2023. We acknowledge and appreciate the vigilance exercised by the National Stock Exchange of India Limited in ensuring compliance with SEBI (LODR) Regulations, 2015.

We have duly noted your observation regarding the cessation of a director from the Board during the quarter that ended September 30, 2023, and in the said regard we would like to submit the following:

1. The current composition of the board of Debock Industries Limited (“Company”) as of the current date i.e., 06 February 2024 consists of the following directors:
 - **Mr. Mukesh Manveer Singh:** Executive Director
 - **Mr. Sonu Sharma:** Executive - Non-Independent Director
 - **Mr. Kailash Brahmabhatt:** Non-Executive - Independent Director
 - **Mr. Arvind Rao:** Non-Executive - Independent Director
 - **Ms. Sanjeeda Dagar:** Non-Executive - Independent Director

2. Regulation 17 of SEBI (LODR) Regulations, 2015 provides the following:

“Board of Directors. 17 (1) The composition of the board of directors of the listed entity shall be as follows:

a) **The board of directors shall have *an optimum combination of executive and non-executive directors with at least one woman director and not less than fifty percent of the board of directors shall comprise of non-executive directors***;

Provided that the Board of directors of the top 500 listed entities shall have at least one independent woman director by April 1, 2019, and the Board of directors of the top 1000 listed entities shall have at least one independent woman director by April 1, 2020;

Explanation: The top 500 and 1000 entities shall be determined on the basis of market capitalisation, as at the end of the immediate previous financial year.

b) *where the chairperson of the board of directors is a non-executive director, at least one-third of the board of directors shall comprise of independent directors, and where the listed entity does not have a regular non-executive chairperson, at least half of the board of directors shall comprise of independent directors:*

Provided that where the regular non-executive chairperson is a promoter of the listed entity or is related to any promoter or person occupying management positions at the level of the board of directors or at one level below the board of directors, at least half of the board of directors of the listed entity shall consist of independent directors.

Explanation. -For the purpose of this clause, the expression “related to any promoter” shall have the following meaning:

i. *if the promoter is a listed entity, its directors other than the independent directors, its employees or its nominees shall be deemed to be related to it;*

ii. *if the promoter is an unlisted entity, its directors, its employees or its nominees shall be deemed to be related to it.*

c) *The board of directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors.*

Explanation: The top 1000 and 2000 entities shall be determined on the basis of market capitalisation as at the end of the immediate previous financial year.

d) *where the listed company has outstanding SR equity shares, atleast half of the board of directors shall comprise of independent directors.”*

3. The Company submits that notice convening the Board meeting was duly disseminated on December 22, 2023, for a scheduled meeting on December 30, 2023. Regrettably, owing to circumstances beyond our control, the said meeting was adjourned to January 1, 2024. In the convened board meeting on January 1, 2024, the board sanctioned the alteration in the designation of Mr. Sonu Sharma, transitioning from Non-Executive to Executive Director, effective January 1, 2024. The requisite Form DIR 12, effecting the statutory notification of the aforementioned change, has been duly lodged with the registrar of companies. The said form is appended hereto and denominated as "**Annexure-1.**"
4. The company asserts additionally that notwithstanding the initial convening of the meeting on December 30, the modification in the designation of Mr. Sonu Sharma became operative from January 1, 2024. Consequently, the corporate governance report submitted with the stock exchange for the period ended on 31 December 2023 accurately recorded the designation as "Non-Executive - Non-Independent Director."
5. It is unmistakably discernible from the aforementioned circumstances that the present board composition impeccably embodies a judicious amalgamation of executive and non-executive directors, delineated as 2 Executive Directors and 3 Non-Executive Directors. This configuration adheres to the statutory mandate stipulating the inclusion of at least one woman director and a minimum representation of fifty percent non-executive directors on the board. Consequently, the current composition unequivocally conforms to and complies with the provisions articulated in the SEBI (LODR) Regulations, 2015.

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DEBOCK INDUSTRIES LIMITED
(Formerly known as Debock Sales And Marketing Limited)

We appreciate your guidance and would like to assure you that we are committed to upholding the highest standards of corporate governance. We will keep you informed of our progress and ensure that all necessary actions are taken to achieve compliance within the specified timeline.

If there are any further queries or if additional information is required, please feel free to contact us at cs@debockgroup.com

Thank you for your understanding and cooperation.

Thanking you,

Yours sincerely,

For Debock Industries Limited

(Formerly known as Debock Sales And Marketing Limited)

MUKESH
MANVEER
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Digitally signed by
MUKESH MANVEER
SINGH
Date: 2024.02.06
15:52:33 +05'30'

Mukesh Manveer Singh

Managing Director

DIN: 01765408

Form No. DIR-12

Form language

 English Hindi**Particulars of appointment of directors and the key managerial personnel and the changes among them**

[Pursuant to sections 7(1) (c), 168 & 170 (2) of The Companies Act, 2013 and rule 17 of the Companies (Incorporation) Rules 2014 and 8, 15 & 18 of the Companies (Appointment and Qualification of Directors) Rules, 2014]



Refer instruction kit for filing the form

All fields marked in * are mandatory

Company details

1 (a) *Corporate IdentityNumber (CIN) of company	L52190RJ2008PLC027160
(b) *Name of the company	DEBOCK INDUSTRIES LIMITED
(c) *Address of the registered office of the company	51, Lohiya Colony, 200ft Bye Pass Vaishali nagar, Jaipur, Rajasthan, India 302021
(d) *E-mail ID of the company	in*****up.com

Particulars of Director/KMP

2 *Number of Managing director or director(s) for which the form is being filed	1
3 Details of the Managing Director or Director of the company	
(a) Purpose of filing the form	<input type="radio"/> Appointment <input type="radio"/> Cessation <input checked="" type="radio"/> Change in designation <input type="radio"/> Appointment due to disqualification of all the existing directors <input type="radio"/> Appointment by liquidator / IRP / RP
(b) Director Identification Number (DIN)	*****56
(c) Name	SONU SHARMA
(d) Father's name	*****SHYAM *****A
(e) Present residential address	***** ,NA,SAWAI MADHOPUR, 322201, Rajast han, India

(f) Nationality

(g) Date of birth (DD/MM/YYYY)

(h) Gender

(i) E-mail ID of director

(j) Designation
(Director/Managing director/Alternate director/Additional director/Director appointed in casual vacancy/Nominee director/Whole-time director)

(k) Date of Appointment or change in designation (DD/MM/YYYY)

(l) Category
(Promoter/Professional/Independent/Small shareholder's director)

(m) Whether Chairman, Executive Director, Non-Executive Director
 Chairman
 Executive Director
 Non-Executive Director

(n) DIN of such director to whom appointee is alternate

(o) Name of the director to whom such appointee is alternate

(p) Name of the company or institution whose authorized representative or nominee the appointee is

(q) In case of cessation, hereby confirmed that the above-mentioned Director Managing Director is not associated with the company with effect from (DD/MM/YYYY) due to

Interest in other entities

(r) Number of such entities

S. No.	CIN/ LLPIN/ FCRN/ Registration number	Name	Address	Designation	Percentage of Shareholding	Amount	Others (specify)

4 *Number of manager(s), secretary(s), Chief financial Officer or Chief Executive Officer for which the form is being filed

5 Details of manager(s), secretary(s), Chief financial Officer or Chief Executive Officer of the company

(a) Purpose of filing the form

Appointment

Cessation

(b) Director Identification Number (DIN), if any

(c) Income Tax permanent account number (PAN)

(d) Membership number of the company secretary

(e) (i) First Name *(Either of applicant's First name or Surname shall be mandatory to enter)*

(ii) Middle Name

(iii) Last Name *(Either of applicant's First name or Surname shall be mandatory to enter)*

(f) Father's name

(i) First Name *(Either of applicant's father's first name or Surname shall be mandatory to enter)*

(ii) Middle Name

(iii) Last Name *(Either of applicant's father's first name or Surname shall be mandatory to enter)*

(g) Present residential address

Address Line 1

Address Line 2

Country

Pin Code/Zip Code

Area/Locality

City

District

State/UT

(h) Date of birth (DD/MM/YYYY)

(i) Designation (Manager/Company Secretary/CEO/CFO)

(j) Date of appointment or cessation (DD/MM/YYYY)

(k) Mobile Number (with Country code)

(l) E-mail ID

6 SRN of form INC-28

Attachments

7 (a) Order from court/NCLT

(b) Notice of resignation

(c) Evidence of cessation

(d) Optional attachments – if any

Director's Consent and Declaration

I, hereby give my consent to act as a director of

(name of the company), pursuant to sub-section (5) of section 152 of the companies Act, 2013 and Certify that I am not disqualified to become a director under the companies Act, 2013.

I declare that I have not been convicted of any offense in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five year.

I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

I further declare that I have not incurred disqualification under the Companies Act, 2013 in any of the above companies and that I, at present, stand free from any disqualification from being a director.

I also declare that:

I am not required to obtain the security clearance from the Ministry of Home Affairs, Government of India under sub-rule (1) of rule 10 before applying for director identification number; or

I am required to obtain the security clearance from the Ministry of Home Affairs, Government of India under sub-rule (1) of rule 10 before applying for director identification number and the same has been obtained and is attached,

To be digitally signed by the Director/ Managing Director

Declaration

I* authorized by the Board of Directors of the Company/ by the court or NCLT vide*

number dated* (DD/MM/YYYY) to sign this form and

declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I also declare that all the information given herein above is true, correct, and complete including the attachments to this form and nothing material has been suppressed.

*To be digitally signed by

*Designation

(Director/Manager/Company Secretary/Chief executive officer/Chief Financial Officer/Statutory Auditor/Liquidator)

*Director identification number of the director; or DIN or PAN of the manager or CEO or CFO or liquidator; or Membership number of the secretary or statutory auditor

Certificate by practicing professional

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and Rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed.

I further certify that:

- The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order
- All the required attachments have been completely and legibly attached to this form;
- It is understood that I shall be liable for action under Section 448 of The Companies Act, 2013 for wrong certification, if any found at any stage

To be digitally signed by

Category

- Chartered Accountant (in whole time practice)
- Company Secretary (in whole time practice)
- Cost Accountant (in whole time practice)

01 February 2024

To,
Department of Corporate Services,
Listing Compliance
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra -Kurla Complex, Bandra (E),
Mumbai – 400 051.

Ref: Scrip Code/ Symbol: DIL

Subject: Clarification on Related Party Transactions Disclosures

Dear Sir/Ma'am,

We acknowledge the receipt of your communication dated 30 January 2024 regarding the observation made by the Exchange in reference to the Related Party Transactions (RPT) disclosure submitted for the half-year ended September 30, 2023, under Regulation 23(9) of SEBI (LODR) Regulations, 2015. Furthermore, this is in furtherance of our email dated 31 January 2024 (in the trailing mail).

Upon careful review of your observations, we would like to provide the necessary clarifications as follows:

- 1. Value of the Related Party Transaction as approved by the audit committee in RPT XBRL:** We acknowledge the oversight in not providing the approved value of the related party transaction as endorsed by the audit committee in the RPT XBRL submission. *We assure you that this was not intentional, and we have promptly rectified this by submitting the updated RPT disclosure in the xml (attached herewith) as required.* We appreciate your understanding in this matter.
- 2. Total Value of the Related Party Transactions in Actuals:** We take note of the observation regarding the presentation of the total value of related party transactions in actuals. *Please let us know in case the figures are required in hundreds or in lakhs.*

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(Formerly known as Debock Sales And Marketing Limited)

We have attached the xml and excel RPT for your perusal, you may further instruct us to upload the same in “Common XBRL upload” utility if so required.

We value the Exchange's diligence in ensuring the transparency and accuracy of financial disclosures, and we remain committed to upholding the highest standards of compliance.

If you require any further information or clarification, please feel free to contact cs@debockgroup.com. We appreciate your cooperation and understanding in this matter.

Thank you for your attention to this issue.

Sincerely,

You are requested to take the above-cited information on your records.

Thanking You,

For Debock Industries Limited

(Formerly known as Debock Sales & Marketing Limited)

**MUKESH
MANVEER
SINGH**

Digitally signed by
MUKESH MANVEER
SINGH
Date: 2024.02.01
17:52:38 +05'30'

Mukesh Manveer Singh

Director

DIN: 01765408

E-mail: cs@debockgroup.com info@debockgroup.com

23 February 2024

To,
AJIT MAHADIK
Manager - Listing Compliances
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1 G Block
Bandra Kurla Complex, Bandra (E)
MUMBAI-400051

Ref: SECURITY ID: DIL; ISIN INE411Y01011

Sub: Comprehensive Response to Warning Letter under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Dear Sir/ Ma'am,

I trust this letter finds you in good health. We have received your warning letter dated 22 February 2024 and wish to address the concerns raised regarding the inadvertent error in our announcement filed on February 15, 2024, pertaining to the extraordinary general meeting of Naturo Indiabull Limited.

First and foremost, we express our sincere regret for any inconvenience caused due to the oversight that led to the incorrect dissemination of information, resulting in a violation of Regulation 4(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 i.e., "*The listed entity shall refrain from **misrepresentation** and ensure that the information provided to recognised stock exchange(s) and investors is not misleading.*"

In response to the aforementioned, we submit the following legal considerations:

Misrepresentation is defined under The Indian Contract Act, 1872 which provides that, "Misrepresentation" means and includes—

- 1) the positive assertion, in a manner not warranted by the information of the person making it, of that which is not true, though he believes it to be true;
- 2) any breach of duty which, without an intent to deceive, gains an advantage to the person committing it, or any one claiming under him; by misleading another to his prejudice, or to the prejudice of any one claiming under him;
- 3) causing, however innocently, a party to an agreement, to make a mistake as to the substance of the thing which is the subject of the agreement.

With reference to the same, we would like to submit in our defence that in no manner whatsoever the Company has any intention to misrepresent or mislead the investors and members of the Company.

We would like to reiterate that it was an inadvertent mistake and was done in human and clerical error and upon discovering the error, we took immediate corrective actions and filed a clarification letter the same night within a time span of 3 (three) hours. The actual disclosure, encompassing the notice of the shareholders' meeting scheduled for March 11, 2024, was filed with the Exchange on February 17, 2024. **We understand the gravity of the situation and would like to emphasize that this incident is an isolated one.**

In response to this occurrence, we have conducted an exhaustive internal review to identify the root cause and implement necessary preventive measures. Strengthening our internal processes and controls is a priority, and we are committed to adopting best practices to ensure the accuracy and completeness of all future disclosures.

We acknowledge the serious implications of regulatory non-compliance and appreciate the diligence with which regulatory authorities oversee market activities. Rest assured, we are unwavering in our commitment to upholding the highest standards of corporate governance and compliance.

In accordance with your guidance, we have duly disseminated this warning letter to the Stock Exchange, demonstrating our transparency and commitment to addressing regulatory concerns.

We understand the need for continuous improvement and are dedicated to learning from this experience. We extend our sincere apologies for any disruption caused by this oversight and assure you of our unwavering commitment to regulatory compliance.

Thank you for your attention, and we look forward to a continued positive and compliant association with the regulatory authorities.

If there are any further queries or if additional information is required, please feel free to contact us at cs@debockgroup.com

Thank you for your understanding and cooperation.

For Debock Industries Limited
(Formerly known as Debock Sales and Marketing Limited)

MUKESH
MANVEER SINGH

Digitally signed by
MUKESH MANVEER SINGH
Date: 2024.02.23 17:29:07
+05'30'

Mukesh Manveer Singh
(Managing Director)
DIN:01765408