

# VERONICA PRODUCTION LIMITED

CIN: L22130GJ1990PLC014567

**Regd. Office:** 130, SILVER CHAMBER, TAGORE ROAD, OPP. ATUL MOTORS, RAJKOT,  
Gujarat, India, 360002

**Website:** [www.veronicaproduction.com](http://www.veronicaproduction.com)

Email Id: [shreychemicals@gmail.com](mailto:shreychemicals@gmail.com)

Contact No.: - +91 99786 16014

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Date: **12-04-2025**

To,  
Corporate Listing Department  
The BSE Limited,  
P J Towers, Dalal Street, Fort,  
Mumbai-400 001

**Scrip Code: 531695**

**Subject: Submission of Annual Secretarial Compliance Report vide SEBI Circular No CIR/CFD/CMD1/27/2019 dated February 08, 2019 and Regulation 24A of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 for the year ended 31st March, 2025**

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Dear Sir/Madam,

In pursuant to SEBI Circular No CIRJCFD/CMD 1/27/2019 dated February 08, 2019 and Regulation 24A of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, we are attaching herewith the Annual Secretarial Compliance Report of Leading Leasing Finance and Investment Company Limited issued by M/s Dharti Patel & Associates, Practicing Company Secretaries dated 12<sup>th</sup> March, 2025 for the financial year ended 31<sup>st</sup> March, 2025.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

**For, Veronica Production Limited**

**Nirbhaybhai Dave**  
**Managing Director**  
**DIN: 10439618**



*Dharti Patel & Associates,*

*Company Secretaries*

*01, Suvas Bunglows,*

*New C.G. Road,*

*Chandkheda,*

*Ahmedabad-382424*

*M: 7487033350, Email: csdhartipatel@gmail.com*

**SECRETARIAL COMPLIANCE REPORT**

**VERONICA PRODUCTION LIMITED**

**FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH, 2025**

**[Pursuant to SEBI circular CIR/CFD/CMD1/27/2019 dated February,08, 2019]**

We, Dharti Patel & Associates, Company Secretaries have examined;

- (a) All the documents and records made available to us and explanation provided by the Veronica Production Limited (“the Listed entity”);
- (b) The filings/submissions made by the listed entity to the stock exchanges;
- (c) Website of the listed entity;
- (d) Any other document/filing as may be relevant, which has been relied upon to make this certification;

For the year ended 31<sup>st</sup> March, 2025 (“Review Period”) in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992(“SEBI Act”) and regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulations) 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 to the listed entity during the Review Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014  
**(Not Applicable to the listed entity during the Review Period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the listed entity during the Review Period)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013 **(Not Applicable to the listed entity during the Review Period)**



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- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
- (i) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.

and based on the above examinations, 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, except in respect of matters specified below:

Sr. No.	Compliance Requirements (Regulations/ circulars/ guidelines including Specific Clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
None			

- (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 my examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and Circulars/ guidelines issued thereunder;

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letters, debarment etc.	Observations/ remarks of the Practicing Company Secretary, if any
1.	BSE Limited	Order passed by the Delisting Committee of BSE Ltd - in term of Securities and Exchange Board of India (Delisting of Equity shares)	Consequences of compulsory delisting, as per the provisions of Regulation 24 of SEBI (Delisting of Equity Shares) Regulations, 2009, would be applicable:	The Company has filed the appeal with Securities Appellate Tribunal, Mumbai (SAT) against the order received from BSE Limited and SAT has issued the



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			<p>Regulations, 2009 (“Regulations”) the Securities of the Company will be delisted with effect from January 10, 2024.</p>	<p>(1) Where a Company has been compulsorily delisted under this Chapter, the Company, its whole-time director, its promoters and the Companies which are promoted by any of them shall not directly or indirectly access the securities market or seek listing for any equity shares for a period of ten years from the date of such delisting.</p> <p>(2) In case of such Companies whose fair value is positive-</p> <p>a) Such a Company and the depositories shall not affect transfer, by way of sale, pledge, etc, of any the equity shares held by the promoters/promotor group, till the promotor of such Company provide an exit option to the public shareholders in compliance with sub-regulation (3) of regulation 23, as certified by the concerned</p>	<p>Order in favour of the Company vide SAT order reference no. Appeal No. 118 of 2024 dated 15<sup>th</sup> January, 2025.</p>
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			recognized stock exchange;	
			b) the promoters and whole-time directors of the Company shall also not be eligible to become directors of any listed Company till the exit option as stated in clause (a) above is provided.	

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

<b>Sr. No.</b>	<b>Observations of the Practicing Company Secretary in the previous reports</b>	<b>Observations made in the Secretarial Compliance report for the previous year ended</b>	<b>Actions taken by the listed entity, if any.</b>	<b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>
None				

(e) We hereby report that, during the Review Period of the Compliances status of the listed entity with the following requirements:

<b>S.N.</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Observations/Remarks by PCS</b>
1.	<b><u>Secretarial Standard:</u></b>  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	-

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2.	<b><u>Adoption and timely updation of the Policies:</u></b> <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 entity.</li><li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars /guidelines issued by SEBI.</li></ul>	Yes	-
3.	<b><u>Maintenance and disclosures on Website:</u></b> <ul style="list-style-type: none"><li>• The listed entity is maintaining a functional website.</li><li>• Timely dissemination of the documents/information under a separate section on the website.</li><li>• Web-links provided in annual corporate governance reports under Regulation 27(2) of Listing Regulations are accurate and specific which redirects to the relevant document(s)/ section of the website.</li></ul>	Yes	-
4.	<b><u>Disqualification of Director:</u></b>	Yes	-

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	None of the Directors of the listed entity are disqualified under Section 164 of the Companies Act, 2013, as confirmed by the listed entity.		
5	<b><u>Details related to Subsidiaries of listed entity have been examined w.r.t.:</u></b>  (a) Identification of material subsidiary companies; (b) Requirements with respect to disclosure of material as well as other subsidiaries.	NA	The listed entity does not have any material subsidiary company.
6	<b><u>Preservation of Documents:</u></b>  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 Listing Regulations.	Yes	-
7	<b><u>Performance Evaluation:</u></b>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in Listing Regulations.	Yes	-
8	<b><u>Related Party Transactions:</u></b>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions;	Yes	-

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	(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.		
9	<b><u>Disclosure of events or information:</u></b>  The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of Listing Regulations within the time limits prescribed thereunder.	Yes	Except as specified in table 'a'
10	<b><u>Prohibition of Insider Trading:</u></b>  The listed entity is in compliance with Regulation 3(5) & 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11	<b><u>Actions taken by SEBI or Stock Exchanges (s) if any:</u></b>  No Actions 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><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></b>	Yes	



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	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 Listing Regulations.		
13	<b><u>Additional non-compliances observed, if any:</u></b>  No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	Yes	-

***Date: 12/04/2025***

***Place: Ahmedabad***

***For, DHARTI PATEL & ASSOCIATES,  
COMPANY SECRETARIES***

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***DHARTI PATEL***

***PROPRIETOR***

***M.NO: F12801***

***CP No: 19303***

***UDIN: F012801G000091803***

***PEER REVIEW CERTIFICATE NO: 4617/2023***



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