

## Secretarial Compliance Report of VR Dakshin Private Limited for the financial

year ended March 31, 2024

[Pursuant to SEBI Circular No: CIR/CFD/CMD1/27/2019 dt. 8<sup>th</sup> February 2019] read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

То

**The Members, VR Dakshin Private Limited** (CIN: U74899KA1987PTC070519) V R Bengaluru, No. 11B, SY NO. 40/9, Devasandra Industrial Area, 2nd Stage, KR. Puram Hobli Bengaluru -560048

I, **CS Sourav**, Proprietor of M/s Sourav & Associates, Company Secretaries, have conducted the review of the compliance of the applicable statutory provisions and the adherence togood corporate practices by **VR Dakshin Private Limited** having CIN: U74899KA1987PTC070519 *(hereinafter referred as 'the Company" or "the listed entity')*, having its Registered Office at VR Bengaluru, No. 11B, SY No. 40/9, Devasandra Industrial Area, 2 Stage, Kr. Puram Hobli Bangalore -560048. 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 **March 31, 2024** complied with thestatutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I **CS Sourav**, Proprietor of M/s Sourav & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by the listed entity;
- (b) the filings/ submissions made by the listed entity to the stock exchange;
- (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 financial year ended March 31, 2024 ("Review Period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) 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; [Not Applicable as the Company is Debt Listed Entity];
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)
   Regulations, 2011; [Not Applicable as the Company is Debt Listed Entity]
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 [Not Applicable as the Listed Entity has not bought back/ propose to buy-back any of its securities during the review period];
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [Not Applicable as the Listed Entity has not offered any shares or granted any options pursuant to any employee benefit scheme during the review

period];

- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Regulations and Bye-laws framed under the Depositories Act, 1996 to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) and circulars/ guidelines issued thereunder and based on the above examination,

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

 I. a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, <u>except</u> in respect of matters specified below:

S	Compliance	Regulation	Deviations	Action	Туре	Details of	Fine	Observations/	Managem	Rema
N	Requirement	/ Circular		Taken	of	Violation	Amount	Remarks of	ent	rks
	(Regulations	No.		by	Action			the Practicing	Response	
	/ circulars/							Company		
	guidelines							Secretary		
	including									
	specific									
	clause)									
	Submission of	52	Delay in	BSE	Fine	Delay in	Rs.	The Company	Due to	
1.	unaudited		submitting		was	submitting	94,400/-	has paid the	some	
	Financial		financial		levied	financial	(includi	penalty amount	unforesee	
	Statements		results and		by BSE	results and	ng GST)	levied by BSE	n events,	
	and statement		statement		Ltd.	statement		Ltd.	the	
	of material		of material			of material			financial	
	deviation for		deviation			deviation			was not	
	the quarter		For			For			approved	
	ending		Quarter			Quarter			within	
	December 31,		ended			ended			specified	
	2023		December,			December,			timelines,	

			2023			2023			however
									the
									Company
									has
									approved
									the same
									on
									February
									29, 2024.
2.	Submission of	60(2)	Delay in	BSE	Fine	Delay in	Rs.	The Company	
	the notice of		submission		was	submission			
	Record Date		of the		levied	of the	-	penalty amount	
			notice of		by BSE		-	levied by BSE	
			Record		Ltd.	Record		Ltd.	the notice
			Dates			Dates			of record
									date.
2	Prior	50(1)	Delay in	BSE	Fine	Delay in	Rs.	It is observed	The
5.	intimation	50(1)	submission	DOL		submission	5,900/-		Company
	about Board		of the notice			of the notice	-		has
	Meeting		of Board		by BSE			filed submission	
	Meeting		Meeting			Meeting			the said
			held on		Litu.	held on			disclosure
			December			December		_	on May 18,
			08, 2022			08, 2022			2023.
								2022 on May 18,	
								2023 to BSE.	
4.	Disclosure of	51	Delay in	-	-	Delay in		It is observed	The
	information on	-	submission			submission		that the Ms. Sumi	
	performance		of			of			has
	/operation		intimation			intimation		-	submitted
			of change in			of change in		March 30, 2023	
			Directors			Directors			disclosure
									on May 18,
								her resignation	
								has been	
								submitted to BSE	

								on May 18, 2023.		
5. Disclosure	of	51 I	Delay in	-	-	Delay in	-	It is observed	The	
informatio	on on	S	submission			submission		that the Ms. Sumi	Company	
performar	ice	(	of			of		Gupta and Mr.	has	
/operation	ı	i	intimation			intimation		Sanjeev Kumar	submitted	
		c	of change in			of change in		Jain had	the said	
		I	Directors			Directors		appointed as	disclosure	
								Independent	on May 18,	
								Directors by	2023.	
								Shareholders of		
								the Company		
								w.e.f. March 31,		
								2023 and the		
								intimation for		
								the same has		
								been submitted		
								to BSE on May		
								18, 2023.		
6. Disclosure	of	51 1	Delay in	-	-	Delay in		It is observed	The	
informatio			submission	_		submission		that the Board of		
performar			of			of		Directors in its		
/operation			intimation			intimation		meeting held on		
/ operation	1									
			for issuance			for issuance			the said	
			of non-			of non-		2022 approved		
			convertible			convertible		the issuance of	-	
		ł	bonds			bonds		non-convertible		
								bonds and the		
								intimation for		
								the same has		
								been submitted		

						to BSE on May 20, 2023.		
	Disclosure of information on performance /operation		Delay in submission of intimation for allotment of non- convertible bonds		Delay in submission of intimation for allotment of non- convertible bonds		Company has submitted the said disclosure on May 20, 2023.	
8	Non- Submission of Half Yearly Report	SEBI Circular No. CIR/IMD/D F- 1/67/2017	Half Yearly Report for	-	Not Submitted Half Yearly Report for the period ending March 31, 2023 and September 30, 2023	submitted the half yearly Report pursuant to	ambiguity on the applicabili ty of the said circular, the Company was not able to file the same.	

				30, 2023 to BSE.	

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

S	Compliance	Regulation	Deviations	Action	Type of	Details of	Fine	Observations/	Managem	Rema
Ν	Requirement	/ Circular		Taken	Action	Violation	Amount	Remarks of	ent	rks
	(Regulations	No.		by				the Practicing	Response	
	/ circulars/							Company		
	guidelines							Secretary		
	including									
	specific									
	clause)									
1.	The statement	13(3)	Delay of	BSE	Fine	Delay of	Rs.	The Company	As a result	
	giving the		672 days		was	672 days	7,92,960	has paid the	of the	
	number of		for		levied	for	(includi	penalty amount	COVID-19	
	investor		uploading		by BSE	uploading	ng GST)	levied by BSE	outbreak,	
	complaints		investor		Ltd.	investor		Ltd.	there was a	
			complaints			complaint			shortage of	
			for the			s for the			compliance	
			quarter			quarter			officers and	
			ending			ending			manageme	
			December			December			nt staff, leading to	
			30, 2020 to			30, 2020			their	
			BSE			to BSE			unavailabili	
									ty to ensure	
									timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	

2.	Prior	50(1)	Delay in	BSE	Fine	Delay in	Rs.	The Company	As a result
۷.	intimation to	50(1)	submitting		was	submitting		has paid the	
	the stock		disclosure		levied	disclosure	2,300 (includi	penalty amount	COVID-19
							-	· ·	outbreak,
	exchange of		for the BM		-	for the BM	<u> </u>	levied by BSE	there was a
	at least two		held in the		Ltd.	held in the		Ltd.	shortage of
	working days		month of			month of			compliance
	in advance,		Jan, 2021			Jan, 2021			officers and
									manageme
									nt staff,
									leading to
									their
									unavailabili
									ty to ensure
									timely
									compliance
									with SEBI
									LODR
									regulations
									on the BSE
									portal.
3.	Prior	50(1)	Delay in	BSE	Fine	Delay in	Rs.	The Company	As a result
	intimation to		submitting		was	submitting	2,360	has paid the	of the
	the stock		disclosure		levied	disclosure	(includi	penalty amount	COVID-19
	exchange of		for the BM		by BSE	for the BM	ng GST)	levied by BSE	outbreak,
	at least two		held in the		Ltd.	held in the		Ltd.	there was a
	working days		month of			month of			shortage of
	in advance,		Feb, 2021			Feb, 2021			compliance
									officers and
									manageme
									nt staff,
									leading to
									their
									unavailabili
									ty to ensure
									timely
									compliance
									with SEBI

									LODR	
									regulations	
									on the BSE	
									portal.	
4.	Prior	50(1)	Delay in	BSE	Fine	Delay in	Rs.	The Company	As a result	
т.	intimation to		submitting	DUL	was	submitting		has paid the		
	the stock		disclosure		levied	disclosure	(includi	penalty amount	COVID-19	
	exchange of		for the BM			for the BM	-	levied by BSE	outbreak,	
	at least two		held in the		Ltd.	held in the		Ltd.	there was a	
	working days		month of		Lu.	month of		Ltu.	shortage of	
	in advance,		Mar, 2021			Mar, 2021			compliance	
	iii auvallee,		1v1a1, 2021			™ai, 2021			officers and	
									manageme	
									nt staff,	
									leading to	
									their	
									unavailabili	
									ty to ensure	
									timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
5.	The listed	54	-		Fine	Delay of			As a result	
	entity shall		512 days		was	512 days	6,04,160	has paid the		
	disclose the		for		levied	for	(includi	penalty amount		
	extent and		uploading		by BSE	uploading	ng GST)	levied by BSE	outbreak,	
	nature of		for the		Ltd.	for the		Ltd.	there was a	
	security		quarter			quarter			shortage of	
	created and		ending			ending			compliance	
	maintained		March 31,			March 31,			officers and	
	for secured		2021 to			2021 to			manageme nt staff,	
	listed non-		BSE			BSE			leading to	
	convertible								their	
									uicii	

	debt								unavailabili
	securities								ty to ensure
									timely
									compliance
									with SEBI
									LODR
									regulations
									on the BSE
									portal.
6.	Submission	52(1)	Delay of	BSE	Fine	Delay of	Rs.	The Company	As a result
0.	of unaudited	(-)	374 days		was	374 days		has paid the	
	Financial		for		levied	for	(including	penalty amount	
	Statements		uploading		by BSE		GST)	levied by BSE	outbreak,
	for the		Financial		Ltd.	Financial		Ltd.	there was a
	quarter		Statements		2001	Statement			shortage of
	ending		for the			s for the			compliance
	September		quarter			quarter			officers and
	30, 2021		ending			ending			manageme
	50, 2021		September			September			nt staff,
			30, 2021 to			30, 2021			leading to
			30, 2021 to BSE			to BSE			their
			DOE			LU DSE			unavailabili
									ty to ensure
									timely
									compliance
									with SEBI
									LODR
									regulations
									on the BSE
									portal.
7.	The listed	54(2)	Delay of		Fine	Delay of		The Company	As a result
	entity shall		374 days		was	374 days		has paid the	
	disclose the		for		levied	for	(includi	penalty amount	
	extent and		uploading		-	uploading	ng GST)	levied by BSE	
	nature of		for the		Ltd.	for the		Ltd.	there was a
	security		quarter			quarter			shortage of
	created and		ending			ending			compliance
									officers and

	maintainad		Contomber			Conter	her				managam	
	maintained		September			Septem					manageme	
	for secured		30, 2021 to			30, 2	021				nt staff,	1 1
	listed non-		BSE			to BSE					leading to	
	convertible										their	
	debt										unavailabili	1 1
	securities										ty to ensure	
											timely	
											compliance	
											with SEBI	
											LODR	
											regulations	
											on the BSE	
											portal.	
8.	Disclosure of	52(4)	Delay of	BSE	Fine	Delay	of	Rs.	The	Company	As a result	
	line items		374 days		was	374 o	days	4,41,320	has	paid the		
	along with		for		levied	for		(includi	pena	lty amount	COVID-19	
	the Financial		uploading		by BSE	upload	ing	ng GST)	levie	d by BSE	outbreak,	
	Statements		Financial		Ltd.	Financ	ial		Ltd.		there was a	
	for the		Statements			Statem	ent				shortage of	
	quarter		for the			s for	the				compliance	
	ending		quarter			quarte	r				officers and	
	September		ending			ending					manageme	
	30, 2021		September			Septen					nt staff,	
			30, 2021 to			30, 2					leading to	
			BSE			to BSE	021				their	
			DOL			to DDL					unavailabili	
											ty to ensure	
											timely	
											compliance	
											with SEBI	
											LODR	
											regulations	
											on the BSE	
											portal.	

9.	The	13(3)	Delay	of BSE	Fine	Delay o	f Rs.	The Company	As a result	
7.	statement	10(0)	-	ays	was	399 day		has paid the		
			for	ays		for		-	COVID-19	
	giving the number of				levied		(includin	penalty amount	outbreak,	
			uploadir	-	by BSE		g GST)	levied by BSE	there was a	
	investor		investor		Ltd.	investor		Ltd.	shortage of	
	complaints		complai			complaint			compliance	
				the		s for th	9		officers and	
			quarter			quarter			manageme	
			ending			ending			nt staff,	
			Septemb	ber		Septembe	r		leading to	
			30, 2021	to		30, 202	L		their	
			BSE			to BSE			unavailabili	
									ty to ensure	
									timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
10	Submission	52(1)	Delay	of BSE	Fine	Delay o	f Rs.	The Company	As a result	
10	of unaudited		-	ays	was	283 day		has paid the		
	Financial		for d	ays	levied	for	(includin	penalty amount		
				NG .			g GST)	levied by BSE		
	Statements		uploadir	-	Ltd.	uploading		Ltd.	there was a	
	for the		Financia		Lu.	Financial		Ltu.	shortage of	
	quarter		Stateme			Statement			compliance	
	ending			the		s for the	e		officers and	
	December 31,		quarter			quarter			manageme	
	2021		ending			ending			nt staff,	
			Decemb			December			leading to	
			31, 2021	to		31, 202	L		their	
			BSE			to BSE			unavailabili	
									ty to ensure	
									timely	
									compliance	
									with SEBI	
1										

									LODR	
									regulations	
									on the BSE	
									portal.	
11	Disclosure of	52(4)	Delay of	BSE	Fine	Delay of	Rs.	The Company	As a result	
	line items		283 days		was	283 days	3,33,940	has paid the	of the	
	along with		for		levied	for	(includi	penalty amount	COVID-19	
	the Financial		uploading		by BSE	uploading	ng GST)	levied by BSE	outbreak,	
	Statements		Financial		Ltd.	Financial		Ltd.	there was a	
	for the		Statements			Statement			shortage of	
	quarter		for the			s for the			compliance	
	ending		quarter			quarter			officers and	
	December 31,		ending			ending			manageme	
	2021		December			December			nt staff,	
			31, 2021 to			31, 2021			leading to	
			BSE			to BSE			their	
			DOL			to DSE			unavailabili	
									ty to ensure	
									timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
12	The listed	54(2)	-		Fine	Delay of			As a result	
	entity shall		283 days		was	283 days		has paid the		
	disclose the		for		levied	for	(includi	penalty amount		
	extent and		uploading		by BSE	uploading	ng GST)	levied by BSE	outbreak,	
	nature of		for the		Ltd.	for the		Ltd.	there was a	
	security		quarter			quarter			shortage of	
	created and		ending			ending			compliance	
	maintained		December			December			officers and	
	for secured		31, 2021 to			31, 2021			manageme	
	listed non-		BSE			to BSE			nt staff,	
	convertible								leading to	
									their	

	debt								unavailabili	
	securities								ty to ensure	
	securites								timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
13	Submission	52(1)	Delay of	BSE	Fine	Delay of	Rs.	The Company	-	
10	of unaudited	52(1)	178 days		was	178 days		has paid the		
	Financial		for		levied	for	(including	penalty amount		
	Statements		uploading		by BSE		GST)	levied by BSE		
	for the		Financial		Ltd.	Financial		Ltd.	there was a	
	quarter		Statements		Lu.	Statement		Liu.	shortage of	
	ending March		for the			s for the			compliance	
	31, 2022								officers and	
	51, 2022		quarter			quarter			manageme	
			ending			ending			nt staff,	
			March 31,			March 31,			leading to	
			2022 to			2022 to			their	
			BSE			BSE			unavailabili	
									ty to ensure	
									timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
14	Disclosure of	52(4)	Delay of	BSE	Fine	Delay of	Rs.	The Company	As a result	
	line items		178 days		was	178 days	2,10,040	has paid the		
	along with		for		levied	for	(includi	penalty amount	COVID-19	
	the Financial		uploading		by BSE	uploading	ng GST)	levied by BSE		
	Statements		Financial		Ltd.	Financial		Ltd.	there was a	
	for the		Statements			Statement			shortage of	
	quarter		for the			s for the			compliance	
									officers and	

	ending March		quarter	•			quarte	er					manageme	
	31, 2022		ending				ending	5					nt staff,	
			March	31,			March	-					leading to	
			2022	to			2022	to					their	
			BSE				BSE						unavailabili	
			-				-						ty to ensure	
													timely	
													compliance	
													with SEBI	
													LODR	
													regulations	
													on the BSE	
													portal.	
15	The listed	54(2)	Delay	of	BSE	Fine	Delay	of	Rs.	The	Comp	any	As a result	
	entity shall		178	days		was	178	days	2,10,040	has	paid	the	of the	
	disclose the		for			levied	for		(includi	pena	lty amo	unt	COVID-19	
	extent and		upload	ing		by BSE	upload	ling	ng GST)	levie	d by I	BSE	outbreak,	
	nature of		for	the		Ltd.	for	the		Ltd.			there was a	
	security		quarter	•			quarte	er					shortage of	
	created and		ending				ending	5					compliance	
	maintained		March	31,			March	31,					officers and	
	for secured		2022	to			2022	to					manageme	
	listed non-		BSE				BSE						nt staff,	
	convertible												leading to	
	debt												their	
	securities												unavailabili	
	securities												ty to ensure	
													timely	
													compliance	
													with SEBI	
													LODR	
													regulations	
													on the BSE	
													portal.	

16	The details	57(4)	Delay i	n BSE	Fine	Delay in	Rs.	The Company	As a result
	for all the		submissio		was	submissio	3,540	has paid the	
	non-				levied	n	(includin	penalty amount	COVID-19
	convertible				by BSE		g GST)	levied by BSE	outbreak,
	securities for				Ltd.		0 ,	Ltd.	there was a
	which								shortage of
	interest/divi								compliance
	dend/princip								officers and
	al obligations								manageme
	shall be								nt staff,
	payable								leading to
									their
	during the								unavailabili
	quarter								ty to ensure
	ending on								timely
	March 31,								compliance
	2022								with SEBI
									LODR
									regulations
									on the BSE
									portal.
17	The	13(3)	Delay o	of BSE	Fine	Delay of	Rs.	The Company	As a result
	statement		126 day	s	was	126 days	1,48,680	has paid the	
	giving the		for		levied	for	(includin	penalty amount	COVID-19
	number of		uploading		by BSE	uploading	g GST)	levied by BSE	outbreak,
	investor		investor		Ltd.	investor		Ltd.	there was a
	complaints		complaint	5		complaint			shortage of
			for th	e		s for the			compliance
			quarter			quarter			officers and
			ending			ending			manageme
			June 30	),		June 30,			nt staff,
			2022 t	0		2022 to			leading to their
			BSE			BSE			unavailabili
									ty to ensure
									timely
									compliance
									with SEBI

									LODR	
									regulations	
									on the BSE	
									portal.	
18	Submission	52(1)	Delay of	BSE	Fine	Delay of	Rs.	The Company	As a result	
	of unaudited	- ()	100 days		was	100 days		has paid the		
	Financial		for		levied	for	(includin	penalty amount	COVID-19	
	Statements		uploading		by BSE		g GST)	levied by BSE	outbreak,	
	for the		Financial		Ltd.	Financial	g (101)	Ltd.	there was a	
	quarter		Statements		Ltu.	Statement		Ltu.	shortage of	
	ending June		for the			s for the			compliance	
	30, 2022								officers and	
	30, 2022		quarter ending			quarter ending			manageme	
			June 30,			_			nt staff,	
			-						leading to	
			2022 to			2022 to			their	
			BSE			BSE			unavailabili	
									ty to ensure	
									timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
19	Disclosure of	52(4)	Delay of	BSE	Fine	Delay of	Rs.	The Company	As a result	
	line items		100 days		was	100 days	1,18,000	has paid the		
	along with		for		levied	for	(includin	penalty amount		
	the Financial		uploading		by BSE	uploading	g GST)	levied by BSE	outbreak,	
	Statements		Financial		Ltd.	Financial		Ltd.	there was a	
	for the		Statements			Statement			shortage of	
	quarter		for the			s for the			compliance	
	ending June		quarter			quarter			officers and	
	30, 2022		ending			ending			manageme	
			June 30,			June 30,			nt staff,	
			2022 to			2022 to			leading to	
									their	

			BSE			BSE			unavailabili ty to ensure	
									timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
20	The listed	54(2)	Delay of	BSE	Fine	Delay of	Rs.	The Company	As a result	_
20	entity shall	0 1(-)	100 days		was	100 days		has paid the		
	disclose the		for		levied	for	(includin			
	extent and		uploading		by BSE		g GST)	levied by BSE	outbreak,	
	nature of		the quarter		Ltd.	for the	guorj	Ltd.	there was a	
	security		ending		Ltu.	quarter		Ltu.	shortage of	
	created and		June 30,			ending			compliance	
	maintained		-			June 30,			officers and	
	for secured		2022 to BSE			-			manageme	
			DSE			2022 to BSE			nt staff,	
						B2E			leading to	
	convertible								their	
	debt								unavailabili	
	securities								ty to ensure	
									timely	
									compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
21	The details	57(4)	Delay in	BSE	Fine	Delay in	Rs.	The Company	As a result	
	for all the		submission		was	submissio	2,360	has paid the		
	non-				levied	n	(includin	penalty amount		
	convertible				by BSE		g GST)	levied by BSE		
	securities for				Ltd.			Ltd.	there was a	
	which								shortage of	
	interest/divi								compliance	
									officers and	

	dand (		I					[		1
	dend/princip								manageme	
	al obligations								nt staff,	
	shall be								leading to	
	payable								their	
	during the								unavailabili	
	quarter								ty to ensure	
	ending on								timely	
	June 30, 2022								compliance	
									with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	
22	The details	57(5)	Delay in	BSE	Fine	Delay in	Rs.	The Company	As a result	
	for all the		submission		was	submissio	3,540	has paid the	of the	
	non-				levied	n	(includin	penalty amount	COVID-19	
	convertible				by BSE		g GST)	levied by BSE	outbreak,	
	securities for				Ltd.			Ltd.	there was a	
	which								shortage of	
	interest/divi								compliance	
	dend/princip								officers and	
	al obligations								manageme	
	shall be								nt staff,	
									leading to	
	payable								their	
	during the								unavailabili	
	quarter								ty to ensure	
	ending on								timely	
	March 31,								compliance	
	2022								with SEBI	
									LODR	
									regulations	
									on the BSE	
									portal.	

22	A listed entity	6(1)	Delay c	of BSE	Fine	Delay of	Rs.	The Company	As a result
23		0(1)	<sup>c</sup>	DOE		-			
	shall appoint		637 days		was	637 days	6,37,000	has paid the	of the COVID-19
	a qualified				levied		(includi	penalty amount	
	company				by BSE		ng GST)	levied by BSE	outbreak,
	secretary as				Ltd.			Ltd.	there was a
	the								shortage of
	compliance								compliance
	officer								officers and
									manageme
									nt staff,
									leading to
									their
									unavailabili
									ty to ensure
									timely
									compliance
									with SEBI
									LODR
									regulations
									on the BSE
									portal.
24	The listed	7(1)	Delay c	of BSE	Fine	Delay of	Rs.	The Company	As a result
	entity shall		637 days		was	637 days	6,37,000	has paid the	of the
	appoint a				levied		(includin	penalty amount	COVID-19
	share				by BSE		g GST)	levied by BSE	outbreak,
	transfer				Ltd.		0 ,	Ltd.	there was a
	agent								shortage of
	-90110								compliance
									officers and
									manageme
									nt staff,
									leading to
									their
									unavailabili
									ty to ensure
									timely
									compliance
									with SEBI

25Submission of unaudited52(1)Delay of 23 days for uploading FinancialSEEFine was days for uploading has paid the uploading for the ending December 31, 2022Delay of 23 days for FinancialRs.The Company has paid the of the (Includi outbreak, there was a shortage of compliance of unavailabili ty to ensure their unavailabili ty to ensure timely and becember 31, 2022 to BSESeeFine was days for uploading betweet the was the was the was the was the was the was the was a shortage of compliance officers and manageme nt their unavailabili ty to ensure timely complianceRs.The Company the As a result of the penalty amount outbreak, there was a shortage of compliance officers and manageme nt their unavailabili ty to ensure timely compliance with SEB12022BSEIII<										LODR	
25Submission of unaudited Financial52(1)Delay of 23 days for uploadingBSEFine was days for levied by BSERs. (ncludi penalty amount penalty amount (COVID-19)The Company As a result of the COVID-1925Submission of unaudited Financial52(1)Delay of 23 days for uploadingBSEFine penalty amount (ncludi penalty amount (COVID-19)Statements quarter ending December 31, 2022Financial ending Decemberby BSE s for the quarter ending DecemberStatements s for the quarter ending DecemberLtd.Statement s for the quarter ending DecemberLtd.Statement s for the quarter ending DecemberStatement s for the quarter ending DecemberLtd.Statement s for the guarter ending DecemberDecember s for the 										regulations	
25Submission of unaudited52(1)Delay of 23 days for uploading FinancialBSEFine was days for uploading by BSE financialDelay of 22 inancialRs. inancialThe Company has paid the of the penalty amount outbreak, there was a shortage of compliance officers and manageme nt staff, leading to their unavailabili ty to ensure timely compliance2022December 31, 2022 to BSESEFinancial s for the ending December 31, 2022 to BSESEFinancial s for the ending December at staff, leading to their unavailabili ty to ensure timely compliance of BSEDecember s for the ending December at staff, leading to their unavailabili ty to ensure timely compliance of their unavailabili ty to ensure timely compliance of their unavailabili ty to ensure timely compliance of their unavailabili ty to ensure timely compliance of their unavailabili ty to ensure timely compliance										-	
25Submission of unaudited Financial Statements quarter ending December 31, 202252(1)Delay of 23 days for uploading Financial Statements for the quarter ending December 31, 2022Delay of 23 days for uploading Financial for the quarter ending December 31, 2022Delay of 23 days for uploading for the quarter ending December 31, 2022Delay of 23 days for uploading for the quarter ending December 31, 2022 to BSEFina the<											
of unaudited Financialdays for uploadingwas levieddays for uploading1,35,700 (includihas paid the penalty amountof the COVID-19Statements for endingFinancialby BSE statementsng GST)levied by BSElevieduploading uploadinglevieduploading (includilevied by BSElevieduploading penalty amountCOVID-19for ending December 31, 2022for the indingthere wass for the quarter endings for the quarters for the endings for the quarters for the endings for the indices for the quarters for the endinglevied by BSEshortage of compliance2022December 31, 2022Decemberand anagemeanageme anagement staff, ieading to to BSEanageme intnt staff, ieading to to BSEindice indiceindice indicebecember anagemeanageme anagemeanageme anagemeindice indiceindice indiceindice indiceindice indiceindice anagemeindice anagemeindice anagemeindice indiceindice indiceindice indiceindice indiceindice anagemeindice anagemeindice anagemeindice anagemeindice indiceindice indiceindice indiceindice indiceindice anagemeindice anagemeindice anagemeindice anagemeindice indiceindice indicei										1	
of unaudited Financialdays for uploadingwas levieddays for uploading1,35,700 (includihas paid the penalty amountof the COVID-19Statements for endingFinancialby BSE statementsng GST)levied by BSElevieduploading uploadinglevieduploading (includilevied by BSElevieduploading penalty amountCOVID-19for ending December 31, 2022for the indingthere wass for the quarter endings for the quarters for the endings for the quarters for the endings for the indices for the quarters for the endinglevied by BSEshortage of compliance2022December 31, 2022Decemberand anagemeanageme anagement staff, ieading to to BSEanageme intnt staff, ieading to to BSEindice indiceindice indicebecember anagemeanageme anagemeanageme anagemeindice indiceindice indiceindice indiceindice indiceindice anagemeindice anagemeindice anagemeindice indiceindice indiceindice indiceindice indiceindice anagemeindice anagemeindice anagemeindice anagemeindice indiceindice indiceindice indiceindice indiceindice anagemeindice anagemeindice anagemeindice anagemeindice indiceindice indicei	25	Cubraicai	F2(1)	Deless of 22	DCE	Eine	Delaw of 22	De	The Commons	A a a requit	
Financialuploadinguploading(includipenalty amountCOVID-19StatementsFinancialby BSEFinancialng GSTlevied by BSEoutbreak,fortheStatementsLtd.StatementLtd.sforthere was aquarterfortheImage ofguartersforthere was aendingquarterendingquarterendingendingendingending2022December 31,endingImage ofimage ofimage ofimage of31, 2022 toBSEImage ofimage ofimage ofimage ofimage ofBSEImage ofimage ofim	25		52(1)	-			-		1 0		
StatementsFinancialby BSEFinancialng GST)levied by BSEoutbreak, there was a shortage of compliancequarterfortheStatementsLtd.StatementLtd.statementLtd.there was a shortage of compliancequarterforthesfor theguarteroutbreak, there was a shortage of complianceDecember 31,endingendingDecemberanaageme2022DecemberJ31, 2022 to31, 2022leading to theirBSEIIBSEIIIIJJIIIIIJII				, i i i i i i i i i i i i i i i i i i i			-				
fortheStatementsLtd.StatementLtd.there was aquarterforthesfor thesfor theshortage ofendingquarterendingendingendingofficers andmanageme2022December31, 2022 to31, 2022leading totheirBSESEto BSEto BSEto BSEto BSEtheirunavailability to ensuretimelycompliancetimelyunavailability to ensuretimelycomplianceunavailabilito BSEto BSEto BSEto BSELudto BSEto BSEto B								-			
Init       une       Statements       Fut.       Statement       Fut.       Statement       Fut.       Statement		Statements		Financial		by BSE	Financial	ng GST)	-		
quarter       quarter       quarter       quarter       compliance         ending       ending       ending       officers and       manageme         2022       December       31, 2022       31, 2022       leading to         BSE       to BSE       to BSE       their       unavailabili         ty to ensure       imely       compliance       timely       compliance         LoDR       regulations       on the BSE       on the BSE       to BSE       to BSE		for the		Statements		Ltd.	Statement		Ltd.		
Percember 31,       ending       ending       officers and         2022       December       December       nt staff,         31, 2022 to       31, 2022       leading to         BSE       to BSE       to BSE         to BSE       to BSE       timely         compliance       with SEBI         LODR       regulations       of the BSE		quarter		for the			s for the			-	
December 31,       ending       ending       manageme         2022       December       31, 2022       nt staff,         31, 2022 to       BSE       to BSE       to BSE         to BSE       to BSE       to BSE       timely         to manageme       to BSE       to BSE       to BSE         to BSE       to BSE       to BSE       timely         to only       to the bit       to the bit       timely         to only       to the bit       to the bit       timely         to only       to the bit       to the bit       timely         to only       to the bit       to the bit       to the bit		ending		quarter			quarter			_	
2022       December       nt staff,         31, 2022 to       31, 2022         BSE       to BSE         unavailabili       ty to ensure         timely       compliance         with SEBI       LODR         regulations       on the BSE		December 31,		ending			ending				
31, 2022 to     31, 2022       BSE     to BSE       Image: state		2022		December			December			-	
BSE to BSE their unavailabili ty to ensure timely compliance with SEBI LODR regulations on the BSE				31, 2022 to			31, 2022			, i	
Image: state stat				BSE			to BSE			÷	
Image: state stat											
Image: state of the state											
compliance with SEBI LODR regulations on the BSE										-	
with SEBI LODR regulations on the BSE										-	
LODR regulations on the BSE										_	
regulations on the BSE										with SEBI	
on the BSE										LODR	
										regulations	
portal.										on the BSE	
										portal.	
26Submission52(4)Delay of 23BSEFineDelay of 23Rs.The CompanyAs a result	26	5 Submission	52(4)	Delay of 23	BSE	Fine	Delay of 23	Rs.	The Company	As a result	
of unaudited days for was days for 27,140 has paid the of the		of unaudited		days for		was	days for	27,140	has paid the	of the	
Financial     uploading     levied     uploading     (includin     penalty amount     COVID-19		Financial		uploading		levied	uploading	(includin	penalty amount	COVID-19	
Statements     Financial     by BSE     Financial     g GST)     levied     by BSE     outbreak,		Statements		Financial		by BSE	Financial	g GST)	levied by BSE	outbreak,	
fortheStatementsLtd.StatementLtd.there was a		for the		Statements		Ltd.	Statement		Ltd.	there was a	
quarter for the s for the shortage of		quarter		for the			s for the			shortage of	
ending June quarter quarter compliance		-								compliance	
30, 2022     ending     ending     officers and				-			-			officers and	
December June 30, manageme		50,2022		Ū.			•			manageme	
1 Julie 30, nt staff, nt staff,							-			nt staff,	
leading to										leading to	
BSE BSE their	1			DOC			DOC			their	

27	Statoment	52(7)	Delay of 22	DCE	Fire	Delay of 22	Da	The Common	unavailabili ty to ensure timely compliance with SEBI LODR regulations on the BSE portal.	
27	Statement indicating the utilization of issue proceeds/Ma terial deviation in the use of proceeds	52(7)	Delay of 23 days for uploading for the quarter ending December 31, 2022 to BSE		Fine was levied by BSE Ltd.	Delay of 23 days for uploading for the quarter ending December 31, 2022 to BSE		The Company has paid the penalty amount levied by BSE Ltd.	of the	
20	The listed	54(2)	Delay of 23	BSE	Fine	Delay of	Rs.	The Company	portal. As a result	
20	entity shall disclose the extent and nature of security created and	57(4)	days for uploading for the quarter ending December		rine was levied by BSE Ltd.	23 days for	RS. 28,320 (includin g GST)	has paid the penalty amount levied by BSE Ltd.	of the COVID-19	

maintained     31, 2022 to     December     manage       for secured     BSE     31, 2022     nt       listed non-     to BSE     leading       convertible     their	staff,
listed non-	
	to
debt	abili
securities	
complia	ance
with	
LODR	
regulat	ions
on the	
portal.	202
29 Prior    50(1)    Delay in BSE    Fine    Delay in Rs.    The Company As a result	esult
intimation to submitting was submitting 5,000 has paid the of	the
the stock disclosure levied disclosure (includi penalty amount COVID-	
exchange of for the BM by BSE for the BM ng GST) levied by BSE outbread	
by boll for the bid by boll for the bid ing doily levied by boll	
at least two neu in the Ltu. neu in the Ltu.	
working days information information compliance information inform	
in advance, Dec, 2022 Dec, 2022 officers	
manage	
	staff,
leading	
their	
unavail	abili
ty to en	
timely	
complia	ance
	SEBI
LODR	
regulat	ions
on the	BSE
portal.	

c) We hereby report that, during the review period the compliance status of the listed entity is appended asbelow:

Sr.	Particulars	Compliance	Observations/
No.		Status	Remarks by PCS*
		(Yes/No/ NA)	
1.	Secretarial Standards:	Yes	-
	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) as notified		
	by the Central Government under Section		
	118(10) of the Companies Act, 2013 and		
	mandatorily applicable.		
2.	Adoption and timely updation of the		
	Policies:		
	• All applicable policies under SEBI		
	Regulations are adopted with the	Yes	
	approval of board of directors of the		
	listed entity;		
	• All the policies are in conformity with	Yes	
	SEBI Regulations and have been		
	reviewed & updated on time, as per the		
	regulations/circulars/guidelines issued		
	by SEBI.		
3.	Maintenance and disclosures on Website:		
	• The Listed entity is maintaining a	Yes	
	functional website;		

	• Timely dissemination of the documents/ information under a separate section on the website;	Yes	
	<ul> <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>	NA	
4.	Disqualification of Director:		
	None of the Director(s) of the Company is/ are	Yes	-
	disqualified under Section 164 of Companies		
	Act, 2013 as confirmedby the listed entity.		
5.	Details related to Subsidiaries of listed		
	entities have been examined w.r.t.:		
	a) Identification of material subsidiary companies;	NA	The Company does not have any
			material
	b) Disclosure requirement of material as	NA	subsidiary.
	well as other subsidiaries		
6.	Preservation of Documents:		
	The listed entity is preserving and		
	maintaining records as prescribed under SEBI	Yes	-
	Regulations and disposal of records as per		
	Policy of Preservation of Documents and		
	Archival policy prescribed under SEBI LODR		
	Regulations, 2015.		

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.	
8.	Related Party Transactions:	
	(a) The listed entity has obtained prior	NA -
	approval of Audit Committee for all	
	related party transactions; or	
	(b) The listed entity has provided detailed	NA -
	reasons along with confirmation	
	whether the transactions were	
	subsequently approved/ ratified/	
	rejected by the Audit Committee, in case	
	no prior approval has been obtained.	
9.	Disclosure of events or information:	
	The listed entity has provided all the required	Yes, Except theDelay in submitting
	disclosure(s)under Regulation 30 along with	Submission offinancial results For
	Schedule III of SEBI LODR Regulations, 2015	unaudited Quarter Year ended
	within the time limits prescribed there under.	Financial December 31, 2023
		Statements for
		the quarter
		ending Dec 31,
		2023.
10.	Prohibition of Insider Trading:	
	The listed entity is in compliance with	Yes -
	Regulation 3(5) &3(6) SEBI (Prohibition of	
	Insider Trading) Regulations, 2015.	

11.	Actions taken by SEBI or Stock Exchange(s),		
	if any:		
	No action(s) has been taken against the listed	Yes	Please refer table
	entity/ its promoters/ directors/ subsidiaries		given in Clause I (a)
	either by SEBI or by Stock Exchanges		of this Report.
	(including under the Standard Operating		
	Procedures issued by SEBI through various		
	circulars) under SEBI Regulations and		
	circulars/ guidelines issued thereunder.		
12.	Resignation of statutory auditors from the		
	listed entity or its material subsidiaries:	NA	-
	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.		
13.	Additional Non-compliances, if any:		
	No additional non-compliance observed for	NA	-
	any SEBI regulation/circular/guidance note		
	etc.		

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11<sup>th</sup> July, 2023:

Sr.	Particulars	Compliance	Observations/
No.		Status (Yes/No/	Remarks by
		NA)	PCS*
1.	Compliances with the following conditions w	hile appointing/1	re-appointing an
	auditor		
	i. If the auditor has resigned within 45 days	NA	No such event
	from the end of a quarter of a financial year,		occurred
	the auditor before such resignation, has		during the
	issued the limited review/ audit report for		review period
	such quarter; or		
	ii. If the auditor has resigned after 45 days	NA	
	from theend 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		
	iii. If the auditor has signed the limited		
	review/ audit report for the first three	NA	
	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		
	auditreport for such financial year.		
2.	Other conditions relating to resignation of stat	tutory auditor	1
	i. Reporting of concerns by Auditor with	NA	No such event
	respect to the listed entity/its material		occurred
	subsidiary to the AuditCommittee:		during the
			review period

ii. a) In case of any concern with the	NA
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 andthe Audit Committee shall	
receive such concern directly and	
immediately without specifically waiting	
for the quarterly Audit Committee	
meetings.	
b. In case the auditor proposes to resign,	NA
all concerns with respect to the proposed	
resignation, along with relevant	
documentshas been brought to the notice	
of the Audit Committee. In cases where	
the proposed resignation is due to non-	
receiptof 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.	
c. The Audit Committee / Board of	NA
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	
Dega <b>20</b> of <b>24</b>	

	management and the auditor.		
	iii. Disclaimer in case of non-receipt of information:	NA	No Such event occurred during
	The auditor has provided an appropriate disclaimerin its audit report, which is in accordance withthe Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its materialsubsidiary has not provided information asrequired by the		the review period.
	auditor.		
3.	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.	NA	No Such event occurred during the review period.

## 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 tothe future viability of the listed entity nor of the efficacy or effectiveness with which the management hasconducted the affairs of the listed entity.

For Sourav & Associates Company Secretaries

CS Sourav (Proprietor) Membership No.: F-12999 CP No. 21259 UDIN: F012999F000505722 PR No: 3143/2023

Date: 30-05-2024 Place: New Delhi