

Date: 30-May-2024

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400001.

Dear Sir,

Ref: Scrip Code – 505285

SUB: Annual Secretarial Compliance Report for the financial year ended 31st March 2024

Please find enclosed the Annual Secretarial Compliance Report of Tulive Developers Limited for the financial year ended 31st March 2024 issued by Ms. Sri Vidhya Kumar, Partner, S.A.E. & Associates LLP, Company Secretaries pursuant to regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular CIR/CFD/CMD1/27/2019 dated February 08, 2019.

Request you to take the same on record.

Thanking you,

Yours faithfully,

For **TULIVE DEVELOPERS LIMITED**

K.V. RAMANASHETTY

DIRECTOR

DIN: 01470034



S.A.E. & Associates LLP
COMPANY SECRETARIES

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

Secretarial Compliance Report of
Tulive Developers Limited for the financial year ended 31st March 2024
[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.
CIR/CFD/CMD1/27/2019, dt 8th February 2019]

To

TULIVE DEVELOPERS LIMITED (CIN: L99999MH1962PLC012549)

21/22, Loha Bhavan,
P.D. Mello Road,
Mumbai - 400 009.

We, S.A.E. & Associates LLP, Company Secretaries have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Tulive Developers Limited (hereinafter referred as 'the Listed entity'), having its registered office at 21/22, Loha Bhavan, P.D. Mello Road, Mumbai - 400 009. Secretarial Review was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the Listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the Listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of secretarial review, we hereby report that the Listed entity has, during the review period covering the financial year ended on 31st March 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

We, S.A.E & Associates LLP, 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 BSE Limited (BSE), where its equity shares are listed ("hereinafter referred to as the Stock exchange"),
- (c) website of the Listed entity (www.tulivedevelopers.com),
- (d) other relevant documents/filings which have been relied upon to make this certification,



S.A.E. & Associates LLP
COMPANY SECRETARIES

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

for the financial year ended 31st March 2024, (hereinafter referred to as "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, includes:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), as amended from time to time;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time **(No compliance requirements was applicable to the Listed entity during the Review Period)**;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended from time to time; **(Not applicable to the Listed entity during the Review Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as amended from time to time; **(Not applicable to the Listed entity during the Review Period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time; **(Not applicable to the Listed entity during the Review Period)**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended from time to time;



S.A.E. & Associates LLP
COMPANY SECRETARIES

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

Based on the above examination, we hereby report that, during the Review period:

- (a) The Listed entity has complied with the provisions of the above regulations and circulars/
guidelines issued thereunder, save in respect of matters specified below:

Sr No.	Compliance Requirement (Regulations /circulars/ guidelines including (A)	Regulation /Circular No. (B)	Deviations (C)	Action Taken by (D)	Type of Action (E)	Details of Violation (F)	Fine Amount (G)	Observations/Remarks of the Practicing Company Secretary (H)	Management Response (I)	Remarks (J)
1	Securities and Exchange Board of India (LODR) Regulations, 2015. Compliance Requirement: Management discussion and analysis report shall form part of the annual report of every listed entity	34(2) (e)	Management discussion and analysis report did not form part of the annual report of the Company for the financial year ended 31 st March 2023	NA	NA	As mentioned in Column C	NA	As mentioned in Column C	The Listed Entity did not have any income from operations. Hence not provided.	
2	Securities and Exchange Board of India (LODR) Regulations, 2015. Compliance requirement: The limited review or audit reports of the listed entity submitted to stock exchange shall be given only by an auditor who has	33(1) (d)	The limited review or audit report of the Company submitted to the stock exchange during the Review period has not been given by an auditor who subjected himself to the peer review process of Institute of Chartered Accountants of India.	NA	NA	As mentioned in Column C	NA	As mentioned in Column C	Based on the information received from the auditors, it is understood that the statutory auditor who has given the limited review or audit report of the Listed Entity submitted to the stock exchange has made an application to the Institute of	



S.A.E. & Associates LLP
COMPANY SECRETARIES

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

Sr No.	Compliance Requirement (Regulations /circulars/ guidelines including (A)	Regulation /Circular No. (B)	Deviations (C)	Action Taken by (D)	Type of Action (E)	Details of Violation (F)	Fine Amount (G)	Observations/Remarks of the Practicing Company Secretary (H)	Management Response (I)	Remarks (J)
	subjected himself to the peer review process of Institute of Chartered Accountants of India and holds a valid certificate issued by the peer review board.								Chartered Accountants of India peer review board	

(b) The Listed entity has taken the following actions to comply with the observations made in previous report presented for the financial year ended 31st March 2023:

Sr No.	Compliance Requirement (Regulations /circulars/ guidelines including (A)	Regulation /Circular No. (B)	Deviations (C)	Action Taken by (D)	Type of Action (E)	Details of Violation (F)	Fine Amount (G)	Observations/Remarks of the Practicing Company Secretary (H)	Management Response (I)	Remarks (J)
1	Securities and Exchange Board of India (LODR) Regulations, 2015. Compliance Requirement :	34(2) (e)	Management discussion and analysis report did not form part of the annual report of the Company for the financial year ended 31 st March 2022	NA	NA	As mentioned in Column C	NA	As mentioned in Column C	The Listed Entity did not have any income from operations. The other source of revenue is the share of income from the partnership firm in which it is a partner and STCG from redemption of debt	We were informed by the Listed Entity that it did not have any operations. Hence not provided..



S.A.E. & Associates LLP
COMPANY SECRETARIES

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

Sr No.	Compliance Requirement (Regulations /circulars/ guidelines including (A)	Regulation /Circular No. (B)	Deviations (C)	Action Taken by (D)	Type of Action (E)	Details of Violation (F)	Fine Amount (G)	Observations/Remarks of the Practicing Company Secretary (H)	Management Response (I)	Remarks (J)
	Management discussion and analysis report shall form part of the annual report of every listed entity								funds. Hence not provided.	
2	Securities and Exchange Board of India (LODR) Regulations, 2015. Compliance requirement: The limited review or audit reports of the listed entity submitted to stock exchange shall be given only by an auditor who has subjected himself to the peer review process of Institute of	33(1)(d)	The limited review or audit report of the Company submitted to the stock exchange during the Review period has not been given by an auditor who subjected himself to the peer review process of Institute of Chartered Accountants of India.	NA	NA	As mentioned in Column C	NA	As mentioned in Column C	Based on the information received from the auditors, it is understood that the statutory auditor who has given the limited review or audit report of the Listed Entity submitted to the stock exchange has made an application to the Institute of Chartered Accountants of India peer review board	Based on the information received from the auditors, it is understood that the statutory auditor who has given the limited review or audit report of the Listed Entity submitted to the stock exchange has made an application to the Institute of Chartered Accountants



S.A.E. & Associates LLP
COMPANY SECRETARIES

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

Sr No.	Compliance Requirement (Regulations /circulars/ guidelines including (A)	Regulation /Circular No. (B)	Deviations (C)	Action Taken by (D)	Type of Action (E)	Details of Violation (F)	Fine Amount (G)	Observations/Remarks of the Practicing Company Secretary (H)	Management Response (I)	Remarks (J)
	Chartered Accountants of India and holds a valid certificate issued by the peer review board.									of India peer review board

(c) The reporting as required under circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019, issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and/or their material subsidiaries" **is not applicable during the Review Period** since there was no instance of resignation of statutory auditors during the Review Period.

(d) As per BSE Circulars 20230316-14 dated 16th March 2023 and 20230410-41 dated 10th April 2023, we confirm the following:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS
1.	<u>Secretarial Standard:</u> The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	None
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	Yes	None



S.A.E. & Associates LLP
COMPANY SECRETARIES

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website 	Yes	None
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Listed Entity are disqualified under section 164 of Companies Act, 2013</p>	Yes	None
5.	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <ul style="list-style-type: none"> • Identification of material subsidiary companies • Requirements with respect to disclosure of material as well as other subsidiaries 	NA	The Listed Entity does not have any subsidiaries.
6.	<p><u>Preservation of Documents:</u></p> <p>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</p>	Yes	None
7.	<p><u>Performance Evaluation:</u></p> <p>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 SEBI Regulations</p>	Yes	None
8	<p><u>Related Party Transactions:</u></p> <ul style="list-style-type: none"> • The listed entity has obtained prior approval of Audit Committee for all Related party transactions • In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the 	NA	The Listed Entity has not entered into any related party transactions



**S.A.E. & Associates LLP
COMPANY SECRETARIES**

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS
	transactions were subsequently approved/ ratified/ rejected by the Audit committee		during the Review period
9.	<u>Disclosure of events or information:</u> 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	None
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> 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	NA	None
12.	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	NA	No non-compliance was observed during the Reporting period

Place : Chennai
Date : 29-May-2024

For S.A.E. & Associates LLP
Company Secretaries



Sri Vidhya Kumar, Partner
M.No: F11114; COP.No. 20181
FRN: L2018TN004700
Peer review Certificate No: 2822/2022
UDIN: F011114F000489350

S.A.E. & Associates LLP
COMPANY SECRETARIES

#4, "Aishwarya", 12B/177, Kumaran Colony
6th Street, Vadapalani, Chennai-600 026
T-91-44-42048235, T-91-44-42048335

To
Tulive Developers Limited
21/22, Loha Bhavan,
P.D. Mello Road,
Mumbai - 400 009.

Our Secretarial Compliance Report of even date is to be read along with this letter.

1. It is the Management's Responsibility to maintain secretarial records, and to devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Our responsibility as the Secretarial Auditor is to express an opinion on these secretarial records, systems, standards and procedures based on our audit.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company, as they are subject to audit by the financial auditors of the Listed Entity appointed under section 139 of Companies Act, 2013.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. This Secretarial Compliance 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 : Chennai
Date : 29-May-2024

For S.A.E. & Associates LLP
Company Secretaries



Sri Vidhya Kumar, Partner
M.No: F11114; COP.No. 20181
FRN: L2018TN004700
Peer review Certificate No: 2822/2022