



SIKOZY REALTORS LIMITED

B-3, Trishul Apartment, Village - Mudre Khurd, Taluka - Karjat, Dist. - Raigad, Pin Code - 410201.
Tel.: 02148221745

CIN: L45200MH1992PLC067837

Date: 30-05-2024

To,
Dept. Of Corporate Services
Bombay Stock Exchange Ltd.
P.J. Tower,
Dalal Street,
Mumbai-400001.

Ref: SIKOZY REALTORS LIMITED (Scrip Code: 524642)

Sub: Annual Secretarial Compliance Report under REG 24A of SEBI LODR, 2019.

Dear Sir/Ma'am,

As per SEBI vide its circular dated February 8, 2019 has mandated Listed Companies (Equity Listed) & their material subsidiaries to undertake Annual Secretarial Compliance Report in addition to Annual Secretarial Audit required under REG 24A of SEBI LODR, 2019. We hereby attached Annual Secretarial Compliance Report for the Year Ended March, 2024.

Please find the above submission in order and acknowledge the same.

For SIKOZY REALTORS LTD

Mangesh Kesarkar
Chief Financial Officer



Encl: a/a

U. HEGDE & ASSOCIATES

COMPANY SECRETARIES

Secretarial Compliance Report

of Sikozy Realtors Limited for the financial year ended March 31, 2024

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the relevant Circular(s) issued by SEBI / Exchanges from time to time]]

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Sikozy Realtors Limited** having **Corporate Identification Number (CIN)-L45200MH1992PLC067837** and whose equity shares are listed at BSE Limited (hereinafter referred as 'the listed entity'), having its Registered Office at B-3, Trishul Apartment, Village, Mudre Khurd, Karjat, Raigarh, 410201 . Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion 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 in our opinion, the Listed entity has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the Listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter

I have examined:

- (a) all the documents and records made available to us and explanation provided by Sikozy Realtors 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 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:

B-401, JANKI NIWAS, SHREE RAMBLAKDAS NAGRI CHS, TAPOVAN, MALAD(E), MUMBAI 400097

Mobile No: 08454826250, website: www.csuhegde.in

email: umashankar.hegde@gmail.com/u.hegdeassociates@gmail.com

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (**“SEBI Listing Regulations’**)
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not Applicable to the listed entity during the Review Period**)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (**“SEBI Takeover Code”**)
- (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 and Sweat Equity) Regulations, 2021; (**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; (**Not Applicable to the listed entity during the Review Period**)
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (**“PIT Regulations”**)

and circulars/guidelines issued thereunder;

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

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

Sr. No	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 PCS	Management Response	Remarks
1	Regulation 47 of SEBI Listing Regulations, 2015 requires the listed entity to publish financial results in newspaper specified in Regulation 33 within 48 hours of conclusion of meeting of Board of Directors at which financial results were approved	Regulation 47 of SEBI Listing Regulations	The listed entity has not submitted the financial results published in the newspaper as required under Regulation of 47 of SEBI (LODR) Reg 2015 for all the quarters	No Action taken	N.A	Non Compliance with requirement for all the quarter	N.A	Not Complied with the requirement	The Company shall start complying with the requirement from the FY 2024-25	N.A

2	Closure of Trading Window not intimated on time for following quarter ended December 31,2023. As per Para 4 of Schedule B to the SEBI Insider Trading Regulation it is mandatory for all listed companies to close its Trading Window from the end of "every quarter" till 48 hours after the declaration of financial results.	As per Para 4 of Schedule B to the SEBI Insider Trading Regulation	The Company has intimated the closure of trading window to the stock exchange at the end of the quarter with delay of 2 days	No Action taken	N.A	Non Compliance for the quarter ended December 31,2023 , with delay of 2 days	N.A	Non Complied with the requirement	The Company will be cautious in intimating the closure of window at the end of quarter as per SEBI PIT Regulations 2015	N . A
3	Appointment of Compliance Officer under SEBI (PIT) Regulations ,2015	Regulation 2(1)(c) of the SEBI PIT Regulations ,2015	Requires the listed entity to designate Senior Officer as Compliance Officer	No Action taken	N.A	Failure to designate Senior Officer as Compliance Officer	N.A	Non Complied	The Compliance function w.r.t Insider Trading Regulations is being handled by CFO & Company Secretary though there is no formal appointment made in this regard . The Company will take necessary steps in the forthcoming Board Meeting in formally designating the Senior Personnel as Compliance Officer.	
4	Submission of Voting Results	Regulation 44 of SEBI Listing Regulations	Requires the listed entity to disclose the Voting results within two working days of conclusion of General Meeting	No Action take	N.A	The Voting results were submitted with delay of 5 days	N.A	Non Complied	The Company shall be cautious in future and shall timely comply with the requirements	

5	Submission of Proceedings of Annual General Meeting held on September 30,2023	Regulation 30 of SEBI Listing Regulation	Requires the listed entity to make disclosure within prescribed time limit wr.t Proceedings of Annual General Meeting	No Action taken	N.A	The proceedings with Scrutinizers report has been submitted with delay of 4days	N.A	Non - Complied	The Company shall be cautious in future and shall timely comply with the requirements
6	Submission of Disclosure by Promoter on encumbrance	Regulation 31(4) of The SEBI Takeover Code,2011	Requires the Promoter & Person acting in Concert to disclose the encumbrance to the Stock Exchange on yearly basis	No Action Taken	N.A	The Company has not submitted the disclosure	NA.	Non-Complied	The Promoter in this case has not created on encumbrance on any of his shares in the Company, therefore the details were not submitted. However, the Company shall take necessary steps to comply with the requirements.
7	Submission of shareholding pattern within the period prescribed	Regulation 31 of SEBI Listing Regulation	Submission of shareholding Pattern within 21 days	BSE Ltd	Fine as per SOP	The Company has delayed the submission of Shareholding Pattern for the Quarter ended March 31,2023	Rs.9,440/-	The Company has submitted the Shareholding Pattern with delay of 6days	The Company shall take necessary steps to comply with the requirement within prescribed time limit
8	Submission of the statement on shareholder complaints within the period prescribed under this regulation or under any circular issued in respect of redressal of investor grievances	Regulation 13(3) of SEBI Listing Regulation	Submission on Statement on shareholder complaints within 21 days	BSE Ltd	Fine as per SOP	The Company has delayed the submission of Statement of Shareholder Complaint for the Quarter	Rs.2,360/-	The Company has submitted the Shareholding Pattern with delay of 2days	The Company shall take necessary steps to comply with the requirement within prescribed time limit

						ended March 31,2023				
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(b)The listed entity has taken the following actions to comply with the observations made in previous reports

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 PCS	Management Response	Remarks
1	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements),2015 requires the listed entity to publish financial results in newspaper specified in Regulation 33 within 48 hours of conclusion of meeting of Board of Directors at which financial results were approved	Regulation 47 of SEBI Listing Regulations	The listed entity has not published the newspaper results as required under Regulation of 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015	No Action taken	N.A	The listed entity has not published the newspaper results as required under Regulation of 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015	N.A	The Company has not complied with requirement	The Company shall take necessary steps to comply with the requirement	
2	Closure of Trading Window not intimated on time following quarter ended March 31,2022 & September 30,2022	As per Paragraph 4 of Schedule B to the SEBI Insider Trading Regulation	The Company has not intimated the closure of trading window to the stock exchange at the end of the quarter	No Action taken	N.A	Non Compliance for the quarter ended March 31,2022 intimation given with delay of 4 days, intimation for September 30,2022	N.A	The Company has not complied with the requirement for the Quarter ended Dec 31,2023 for the current year and the same was	The Company shall take necessary steps in complying with requirements	

						with delay of 3days		complied with delay of 2 days		
3	Regulation 17(1)(C) of the SEBI Listing Regulations requires the Company to take shareholders approval for appointment of person on the Board of Directors or as a Manager within a time period of 3months from date of appointment whichever is earlier	Regulation 17(1)(C)	The Company at its Board Meeting held November 30,2022 had appointed Executive Directors and Non - Executive Directors on the Board . The Company has not yet held the Extra Ordinary General Meeting for seeking approval of Shareholders for appointment of Director on the Board at their meeting held on November 30,2022	No Action taken	N.A	Approval from shareholders was not taken within the prescribed time limit	N.A	The Company has taken approval of shareholders at the AGM held on September 30,2023 causing delay of more than 3 months	The Company shall take steps to timely comply with requirement in future.	
4	Regulation 46 read with Notice No. 20230209-1 dated February 09, 2023, for maintaining website of the SEBI Listing Regulation requires the Company to maintain the functional website	Regulation 46 of SEBI Listing Regulation 2015 read with BSE Notice No. 20230209-1 dated February 09, 2023,	The Company has not complied with requirement of BSE Notice No 20230209-1 dated February 09, 2023	Reminder Mail sent by BSE on March 11,2023 , April 24,2023 & May 12,2023	N.A	Non Compliance with requirement of BSE Notice	N.A	The Company has not submitted the Information	The Company shall take necessary steps to comply with requirements of the Circular	

II. 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	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI) as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	
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 entity. •All the policies are in conformity with SEBI Regulations and have been reviewed & updated as per the regulations/ circulars/ guidelines issued by SEBI. 	Yes No	<i>The following policy needs to be amended/updated in accordance with the regulation ;</i> <ul style="list-style-type: none"> --Familiarization Programme needs to be updated, -Materiality Policy – to be updated -RPT Policy -to be updated -Advertisements /Publication to be updated. <i>Further the Company needs to host the following information;-</i> <ul style="list-style-type: none"> -Annual Return needs to uploaded on the website (for FY 20-21, 21-22 & 22-23) -Secretarial Compliance Report
3	<u>Maintenance and disclosures on Website:</u> <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 the 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 No No	<i>The Company needs to update the website in conformity with Corporate Governance norms</i>
4	<u>Disqualification of Director:</u> None of the Director(s) of the Company are	No	Though no disqualification

	disqualified under Section 164 of Companies Act, 2013.		occurred but one of the Executive Director i.e Mr.Prashant Zade has not attended the Board meeting since last 12 calendar months thereby requiring vacation of his office as a Director as provided under Section 167 of the Companies Act,2013 . The Company should take necessary steps to implement the same.
5	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>a. Identification of material subsidiary companies.</p> <p>b. Requirements with respect to disclosure of material as well as other subsidiaries.</p>	N.A	The Company does not have any subsidiary or material subsidiary during the reporting period.
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	
7	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in SEBI Regulations.</p>	Yes	
8	<p><u>Related Party Transactions:</u></p> <p>a. The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>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.</p>	Yes Yes	
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	Refer our comments in Point no.5 in Para I (a)
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	<i>The Company needs to further strengthen its Prohibition of Insider Trading Mechanism w.r.t SDD Compliance and Closure of Trading Window requirement refer for further comments on PIT Regulations under Para I (a), Point 3.</i>
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> • 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	The action has been taken against the listed entity by levy of penalty by BSE and the same has been detailed in Point No.7 & 8 of Para I (a) above.
12	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> 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.	N.A	
13	<u>Additional Non-compliances, if any:</u> Any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	N.A	No such further instance observed during the reporting period other than those disclosed in Point I (a)

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. My responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I 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.

FOR U. HEGDE & ASSOCIATES, Company Secretaries

UMASHANKAR KRISHNA HEGDE
Digitally signed by
UMASHANKAR KRISHNA
HEGDE
Date: 2024.05.30 15:54:37
+05'30'

**UMASHANKAR HEGDE
(PARTNER)**

M. No: A22133 # CP No- 11161

ICSI UDIN: A022133F000492537

ICSI Unique Code: S2012MH18 8100

Peer Review Certificate No - 1263/2021

Place: Mumbai

Date: 30/05/2024