# GRAVITY (INDIA) LIMITED



Registered Office: Shree Rajlaxmi Commercial Complex, Building No. "Q" Gala No-17-Gr Fr.
Thane Bhiwandi Road, Village Kalher, Bhiwandi - 421302 (INDIA)
Email: acctbillingdnh@gmail.com / Tel: (91) 7035331332

www.gravityindia.net CIN: L17110MH1087PLCO42899

Gil/bse/070/2023-24

/070/2023-24 May 29, '2

**Corporate Relations Department BSE Limited** 

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

Scrip Code: 532015 Class of Security: Equity

Sub.: Annual Secretarial Compliance Report for the FY 2023-24:

Dear Sir/Madam,

With reference to the above captioned subject, and Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & in terms of Clause 3(b) (iii) of the SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February, 08th, 2019 we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the Financial Year 2023-24 issued by M/s Ainesh Jethwa & Associates, Company Secretaries as Secretarial Auditors of the Company.

Kindly take the above on your records and inform the Stakeholders accordingly.

Thanking you, Yours faithfully,

For and on behalf of the Board of Directors Gravity (India) Limited

Shreya Digitally signed by Shreya Chandrashekhar Chawak Chawak Digitally signed by Shreya Chandrashekhar Chawak 2024.05.29 17:16:23 +05'30'

Shreya Chandrashekhar Chawak Company Secretary & Compliance Officer Membership No: A63071





#### **Practising Company Secretaries**

### Secretarial Compliance Report of Gravity (India) Limited For the year ended March 31, 2024

(Under Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)

**To, Gravity (India) Limited**Building No. Q, Office No. - 17,
Rajlaxmi Commercial Complex,
Thane Bhiwandi Road, Village Kalher,
Bhiwandi, Thane - 421302, Maharashtra

I, Aineshkumar Jethwa proprietor of Ainesh Jethwa & Associates have examined:

- 1. All the documents and records made available to me and explanation provided by **M/s. Gravity** (India) Limited. ("the listed entity"),
- 2. The filings/ submissions made by the listed entity to the stock exchanges,
- 3. Website of the listed entity,
- 4. 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, 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:-

- (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (ii) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *Not Applicable for the year under review.*
- (iii) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (iv) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not**\*\*Applicable for the year under review.

  AINESH | Digitally

BHUPENDRA JETHWA Digitally signed by AINESH BHUPENDRA JETHWA Date: 2024.05.29 13:55:26 +05'30'





### **Practising Company Secretaries**

- (v) Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021; Not Applicable for the year under review.
- (vi) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not Applicable for the year under review.
- (vii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines issued thereunder.
- (viii) Securities and Exchange Board of India (Depositories and Participant Regulation), 2018 and circulars / guidelines issued thereunder.

**AINESH** BHUPENDR BHUPENDRA JETHWA A JETHWA

Digitally signed by AIÑESH Date: 2024.05.29 13:55:38 +05'30'

And based on the above examination, I 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.	•	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Manage ment Response	Remarks
1	Regn 46 (1), (2) & (3) of SEBI (LODR) Regn 2015 towards maintenance of a functional website containing the basic information about the listed entity.	Reg 46 of SEBI (LODR) Reg 2015	Non-maintenance of a functional website containing the basic information about the listed entity in line with Reg 46 (1), (2) & (3) of SEBI (LODR) Reg 2015.	No Action taken by any authority	-	Website is not updated as per the requirement of the Regulation 46 of SEBI (LODR) Reg 2015.	No fine has been levied	The website maintained by the Company was not fully updated as per the requirements of Regulation 46 of SEBI (LODR) Reg 2015 which is amount to noncompliance of Reg 46 of SEBI (LODR) Reg 2015.	The Company will update the website as per the requirement of Regulation 46 of SEBI (LODR) Reg 2015.	-
2	Regn 33 of SEBI (LODR) Regn, 2015 read with notice/ circular DCS/COMP/28/ 2016-17 dated	Reg 33 of SEBI (LODR) Reg, 2015 read with notice/	Delay of 1 day in submission of Financial Results in XBRL form for half year ended 30.09.2023.	No Action taken by any authority	-	The Company was required to submit the Financial Results in XBRL form for half year ended	No fine has been levied	Such delay is violation of SEBI /BSE notice/ circular DCS/ COMP/28/2016-17 dated March	The management has submitted that the delay was unintentional. The Company has	-

				,			•			
	March 30,	circular				30.09.2023		30, 2017	made necessary	
	2017, all listed	DCS/				within 24 hours			submissions of	
	entities	COMP/28				of submission of			pdf file in timely	
	required to	/2016-17				Unaudited			manner and	
	make their	dated				Financial Results			delay in	
	filings in	March 30,				in pdf form to			submission of	
	respect of	2017				the exchange			XBRL does not	
	Financial					i.e. on or before			call for any	
	Results (Reg					02.11.2023,			penalties or	
	33) in XBRL					04.45 pm.			actions. Further	
	mode within 24					However same			the Company will	
	hours of					has been			ensure future	
	submission of					submitted on			submissions in	
	results in PDF					03.11.2023 with			timely bound	
	mode.					delay of 1 day.			manner.	
3	Reg 23(9) of	Reg 23(9)	Delay of 1 days	No	-	The Company	No fine	Such delay is	The management	_
	SEBI (LODR)	of SEBI	each in	Action		was required to	has been	non-compliance	has submitted	
	Reg, 2015: The	(LODR)	submission of	taken by		submit XBRL for	levied	of provision of	that the delay	
	listed entity	Reg, 2015	XBRL for	any		RPTs Statement		Reg 23(9) of	was	
	shall submit	υ,	Statement of	authority		for the half year		SEBI (LODR)	unintentional	
	Related Party		Related Party	<b>'</b>		ended		Reg, 2015,	and due to	
	Transaction		Transactions for			31.03.2023 and		amended w.e.f.	system failure. As	
	Statement on		the half year			30.09.2023 on		01.04.2023. The	on date the delay	
	the date of		ended			the date of		Company	in submission of	
	publication of		31.03.2023 and			publication of		should avoid	RPTs in XBRL	
	its standalone		30.09.2023.			its Financial		such delays in	does not call for	
	and					Results i.e. on		future	any penalties or	
	consolidated					29.05.2023 and		submissions.	actions. The	
	financial results					01.11.2023			management	
	with effect					respectively.			submits that	
	from April 1,					However the			Company will	
							l		Jonipani, Will	

	2000		<u> </u>				I			
	2023					same were			ensure all future	
						submitted on			submissions in	
						31.05.2023 and			timely manner.	
						03.11.2023				
						respectively				
						with delay of 1				
						day in both				
						cases.				
4	Pursuant to	BSE	The Company has	No	-	The Company	No fine	Such non-filing	The management	-
	BSE Notice No.	Notice No.	not filed prior	Action		has only given	has been	and delay filing	has submitted	
	20230127-37	20230127	intimation in	taken by		pdf intimation	levied	is the non-	that the non-	
	Notice Date	-37 Notice	XBRL mode for	any		to the stock		compliance on	filing on part of	
	27 <sup>th</sup> Jan 2023,	Date 27 <sup>th</sup>	the intimations	authority		exchange for		part of the	the Company	
	all Listed	Jan 2023	given by the			calling of Board		Company of BSE	was	
	Companies	Read with	Company calling			meeting with		Notice No.	unintentional.	
	required to file	Regn 29 of	Board meeting in			notices dated		20230127-37	The Company has	
	also prior	the SEBI	pdf form dated			16.05.2023,		Notice Date	made necessary	
	intimation of	(LODR)	16.05.2023,			24.07.2023 and		27th Jan 2023.	submissions in	
	calling Board	Regn,	24.07.2023 and			22.08.2023. The			pdf form in	
	meeting in	2015.	22.08.2023.			Company was		The Company	timely manner	
	XBRL mode					also required to		should take	and non-	
	under Regn 29		Further there			file Prior		utmost care in	submission of	
	of the SEBI		was delay of 2			Intimation of		all further	XBRL does not	
	(LODR) Regn,		days in filing of			Board meetings		reporting's.	call for any	
	2015 within 24		XBRL prior			in XBRL mode as			penalties or	
	hours of		intimation for			well within 24			actions.	
	submission of		Board Meeting			hours of			Further the	
	the PDF filing.		dated 20.10.2023			submission of			Company will	
			and XBRL filing			the said PDF			ensure future	
			was done on			filing.			submissions in	
			23.10.2023.						timely bound	
						Further there			manner.	
						was delay of 2				

						days in	XBRL				
						reporting	g for				
						the pdf n	otice of				
						calling	Board				
						meeting	dated				
						20.10.202	23 and				
						XBRL fili	ng was				
						done	on				
						23.10.202	23.				
5	Pursuant to	BSE	The Company has	No	-	The Co	ompany	No fine	Such non-filing	The management	
	BSE Notice No.	Notice No.	not filed Annual	Action			t filed	has been	is the non-	has submitted	
	LIST/COMP/13/	LIST/COM	Report of the	taken by		Annual	Report	levied	compliance on	that the non-	
	2019-20 dated	P/13/2019	Company for F.Y.	any		of the Co	-		part of the	filing on part of	
	16 <sup>th</sup> May, 2019	-20 dated	2022-23 in XBRL	authority		for F.Y. 2	2022-23		Company of BSE	the Company	
	Readwith Regn	16 <sup>th</sup> May,	mode.	-		in XBRL m	node.		Notice No.	was	
	34 of SEBI	2019							LIST/COMP/13/	unintentional.	
	(LODR), Regn,	Readwith							2019-20 dated	The Company has	
	2015, all listed	Regn 34 of							16th May, 2019	made necessary	
	Filings in	SEBI							Readwith Regn	submissions of	
	respect of	(LODR),							34 of SEBI	Form AOC-4	
	Annual Report	Regn,							(LODR), Regn,	(XBRL) in timely	
	has to be done	2015							2015.	manner and non-	
	by all listed								The Company	submission of	
	entities in XBRL								should take	XBRL does not	
	mode in								utmost care in	call for any	
	addition to the								all further	penalties or	
	PDF mode								reporting's.	actions.	
	mandatorily at										
	the same time									Further the	
	when the listed									Company will	
	entities file									ensure future	
	Form AOC-4									submissions in	
	(XBRL) with									timely bound	

	Ministry of								mannar	
	,								manner.	
	Corporate									
	Affairs.									
6	Pursuant to	BSE	The Company has	No	-	The Company		Such non-filing	The management	-
	BSE Notice No.	Notice No.	not made	Action		has not made		is the non-	has submitted	
	20230331-87	20230331	reporting in XBRL	taken by		reporting of in	levied	compliance on	that the non-	
	dated 31 <sup>st</sup>	-87 dated	mode for Notices	any		XBRL mode for	•	part of the	filing on part of	
	March 2023,	31 <sup>st</sup> March	of Shareholders	authority		Notices of		Company of BSE	the Company	
	readwith Regn	2023,	Meeting in			Shareholders		Notice No.	was	
	30 of SEBI	readwith	connection with			Meeting in		20230331-87	unintentional.	
	(LODR), Regn,	Regn 30 of	the Annual			connection with		dated 31 <sup>st</sup>	The Company has	
	2015, w.e.f.	SEBI	General Meeting			the Annual		March 2023,	made necessary	
	April 01, 2023	(LODR),	of the Company			General		readwith Regn	submissions in	
	the listed	Regn,	for F.Y. ended			Meeting of the		30 of SEBI	pdf form in	
	entity is	2015	2022-23.			Company for		(LODR), Regn,	timely manner	
	required to					F.Y. ended		2015.	and non-	
	also submit the					2022-23.			submission of	
	Notices of							The Company	XBRL does not	
	Shareholders							should take	call for any	
	Meeting in							utmost care in	penalties or	
	XBRL mode							all further	actions.	
	within 24 hours							reporting's.	Further the	
	of submission								Company will	
	of the said PDF								ensure future	
	filing.								submissions in	
	o l								timely manner.	
7	Pursuant to	BSE	The Company has	No	-	The Company	No fine	Such non-filing	The management	-
	BSE Notice No.	Notice No.	not made filings	Action		has not made		is the non-	has submitted	
	20231208-34	20231208	in XBRL mode for	taken by		filings in XBRL		compliance on	that the non-	
	dated 8 <sup>th</sup> Dec,	-34 dated	Announcement	any		mode for		part of the	filing on part of	
	2023 w.e.f.	8 <sup>th</sup> Dec,	for Closure of	authority		Announcement		Company of BSE	the Company	
	December 09,	2023	Trading Window			for Closure of	:	Notice No.	was	
	2023; all listed	w.e.f.	in cases of notice			Trading Window		20231208-34	unintentional.	

							1	T		
	entities are	December	given by the			in cases of		dated 8 <sup>th</sup> Dec,	The Company has	
	required to	09, 2023	Company in PDF			notice given by		2023 w.e.f.	made necessary	
	also submit the		form dated			the Company in		December 09,	submissions in	
	Announcement		30.12.2023.			PDF form dated		2023.	pdf form in	
	for Closure of					30.12.2023.			timely manner	
	Trading							The Company	and non-	
	Window in							should take	submission of	
	XBRL mode							utmost care in	XBRL does not	
	within 24 hours							all further	call for any	
	of submission							reporting's.	penalties or	
	of the said PDF								actions.	
	filing.								Further the	
									Company will	
									ensure future	
									submissions in	
									timely bound	
									manner.	
8	Pursuant to	BSE	The Company has	No	-	The Company	No fine	Such delay is the	The management	-
	BSE circular no.	circular	made delay	Action		has made delay	has been	non-compliance	has submitted	
	20230331-87	no.	around 2 hours in	taken by		around 2 hours	levied	on part of the	that the delay in	
	dated March	20230331	filing of XBRL in	any		in filing of XBRL		Company of BSE	filing on part of	
	31, 2023	-87 dated	connection with	authority		in connection		circular no.	the Company	
	readwith BSE	March 31,	the appointment	,		with the		20230331-87	was	
	Notice No.	2023	of Ms. Dipti			appointment of		dated March 31,	unintentional.	
	20230516-36	readwith	Kadam as an			Ms. Dipti Kadam		2023 readwith	The Company has	
	dated 16 <sup>th</sup>	BSE	Independent			as an		BSE Notice No.	made necessary	
	May, 2023, all	Notice No.	Director of the			Independent		20230516-36	submissions in	
	• • • • • • • • • • • • • • • • • • • •	20230516	Company. The			Director of the		dated 16 <sup>th</sup> May,	pdf form in	
	are required to	-36 dated	PDF file was filed			Company. The		2023.	timely manner	
	also submit the	16 <sup>th</sup> May,	with the			PDF file was			and delay	
		2023	exchange on			filed with the		The Company	submission of	
	connection		03.08.2023 at			exchange on		should take	XBRL does not	
	with the		around 05.54			03.08.2023 at		utmost care in	call for any	

appointment/r	p.m. and XBRL	around 05.54	all further penalties or
e-	reporting was	p.m. and XBRL	reporting's. actions.
appointment/	done on	reporting was	
resignation of	04.08.2023 at	done on	Further the
Internal,	07.07 p.m. i.e.	04.08.2023 at	Company will
Secretarial and	post 24 hours of	07.07 p.m. i.e.	ensure future
Statutory	submission of the	post 24 hours of	submissions in
Auditors,	said PDF filing.	submission of	timely bound
Independent		the said PDF	manner.
Directors, etc		filing.	
of the			
Company			
mode within 24			
hours of			
submission of			
the said PDF			
filing.			

### (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 Advisory/ Clarification /Fine/Show Cause Notice / Warning, etc.	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Reg 46 (1), (2) & (3) of SEBI (LODR) Reg 2015 towards maintenance of a functional website containing the basic information about the listed entity.	Reg 46 of SEBI (LODR) Reg 2015	Non-maintenance of a functional website containing the basic information about the listed entity in line with Reg 46 (1), (2) & (3) of SEBI (LODR) Reg 2015.	No Action taken by any authority		Website is not updated as per the requirement of the Regulation 46 of SEBI (LODR) Reg 2015.	No fine has been levied	The website maintained by the Company was not fully updated as per the requirements of Regulation 46 of SEBI (LODR) Reg 2015 which is amount to noncompliance of Reg 46 of SEBI (LODR) Reg 2015.	The Company will update the website as per the requirement of Regulation 46 of SEBI (LODR) Reg 2015.	-
2	Reg 9 of SEBI (PIT) Regulations, 2015 read with Sch B 4(1) mandates Trading	Reg 9 of SEBI (PIT) Reg, 2015	Trading window was required to close w.e.f. closure on quarter i.e. 31.03.2022 for quarter ended	No Action taken by any authority	-	The Company has closed its trading window w.e.f. 01.04.2022 and intimation was given to the	No fine has been levied	The Company was required to close its trading window w.e.f closure of respective quarter.	The management submits that they will ensure closure of trading window w.e.f. Closure of respective	-

			T	T			T	<u></u>		1
	restriction		31.03.2022.			exchange about			quarter. They	
	period from					closure of			also submitted	
	the end of					trading window			that there was no	
	every quarter					on 01.04.2022.			trading	
	till 48 hours								transaction by	
	after the								any of the	
	declaration of								Promoters,	
	financial								Directors, KMPs,	
	results.								Senior	
									Management, etc	
									during the year	
									during closure	
									period.	
3	Reg 7(3) of	Reg 7(3)	The compliance	No	-	The compliance	No fine	The compliance	The management	-
	SEBI (LODR)	of SEBI	certificate for F.Y.	Action		certificate	has been	certificate under	submits that	
	Regulations,	(LODR)	ended	taken by		submitted by	levied	Reg 7(3) of SEBI	compliance	
	2015 mandates	Reg, 2015	31.03.2022	any		the Company to		(LODR) Reg,	certificate under	
	to listed entity	G.	submitted by the	authority		the exchange		2015 submitted	Reg 7(3) of SEBI	
	to submit a		Company to the			has not been		by the Company	(LODR) Reg, 2015	
	compliance		exchange has not			signed by		to the exchange	submitted by the	
	certificate to		been signed by			Compliance		has to been	Company to the	
	the exchange,		Compliance			Office and same		signed by	exchange has	
	duly signed by		Office of the			was signed by		Compliance	been signed by	
	both the		Company.			Mr. Varun		Office.	Mr. Varun	
	compliance		,			Thakkar,			Thakkar,	
	officer of the					Managing			Managing	
	listed entity					Directors of the			Directors of the	
	and the					Company.			Company due to	
	authorised					1 1			unviability of	
	representative								Compliance	
	of the share								Officer as on	
	transfer agent,								date of signing.	
	wherever								The management	

	applicable,										will ensure the	
	within 30 days.										compliance	
											provision	
											henceforth.	
4	Regulation 30	Regulatio	The Company	No	-	The Comp	pany	No fine	The	Company	The management	-
	and 33(3) read	n 33(3)	had adjourned its	Action		had adjour	rned	has been	must	have	submits that the	
	with Schedule		meeting	taken by		its meeting	gon	levied	furnish	ed the	meeting was	
	sub-para 4 of		scheduled on	any		26.05.2022			sufficie	nt reason	adjourned due to	
	Para A of Part		25.05.2022 at	authority		originally			for adjo	ournment	time demanded	
	A of Schedule		03.00 p.m.			scheduled	on		of mee	ting with	by the Auditors	
	III in		concluded 7.45			25.05.2022	at		detailed	d	for incorporation	
	connection		with reason to			03.00	p.m.		outcom	e of the	of suitable	
	with		paucity of time			concluded	7.45		meeting	g held on	entries and	
	Submission of		and rescheduled			with reason	n to		25.05.2	022 and	adjustments in	
	Financial		on 26.05.2022 at			paucity of ti	time.		Financia	al Results	Financial	
	Results		03.00 p.m. for			The adjour	rned		for qua	arter and	Statement so as	
			consideration of			meeting	held		year	ended	to give correct	
			Financial Results			26.05.2022	has		31.03.2	022 has	and true picture.	
			for F.Y. ended			considered	and		to be	uploaded		
			March, 2022 with			approved			on 2	26.05.202	The management	
			other agenda			Audited			within	30	has already	
			items and same			Financial Res	sults		minute	s of	informed the	
			meeting was			for quarter	and		conclus	ion of	exchange	
			concluded at			year en	nded		meeting	g.	inadvertence	
			09.00 p.m. on			31.03.2022					only Statutory	
			same date and			which	was				Auditors Report	
			company has not			required to	be l				was uploaded	
			submitted its			uploaded wi	ithin				and the other	
			Financial			30 minutes	s of				financial	
			Statement was			the conclu	usion				documents were	
			uploaded on next			of Bo	oard				missed to be	
			day 27.05.2022			meeting i.e.	. on				uploaded on	
			at approx. 07.07			or before 09	9.00				26.05.2022.	

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			p.m.			p.m. or				
						26.05.2022 and				
						same was				
						submitted or				
						27.05.2022 at				
						approx. 07.07				
						p.m.				
5	Reg 9 of SEBI	Reg 9 of	The Company	No	-	The Company	No fine	The Company	The management	-
	(PIT)	SEBI (PIT)	was required to	Action		has closed its	has been	was required to	submits that they	
	Regulations,	Reg, 2015	close its Trading	taken by		trading window	levied	close its trading	will ensure	
	2015 read with		window w.e.f	any		w.e.f.		window w.e.f	closure of trading	
	Sch B 4(1)		closure of	authority		01.07.2022,		closure of	window w.e.f.	
	mandates		respective	,		01.10.2022,		respective	Closure of	
	Trading		quarters of June,			01.01.2023 and		quarter.	respective	
	restriction		2022 Sept 2022,			01.04.2023		,	quarter. They	
	period from		Dec 2022 and			instead o	:		also submitted	
	the end of		March 2023.			30.06.2022,			that there was no	
	every quarter					30.09.2022,			trading	
	till 48 hours		However as per			31.12.2022 and			transaction by	
	after the		Intimation given			31.03.2023			any of the	
	declaration of		by the Company						Promoters,	
	financial results		it was closed						Directors, KMPs,	
			w.e.f.						Senior	
			01.07.2022,						Management, etc	
			01.10.2022,						during the year	
			01.01.2023 and						during closure	
			01.04.2023						period.	
6	BSE Circular /	BSE	The	No	-	At many	No fine	It was	The Management	_
	Notice No.	Notice No.	announcements	Action		instances the		mandatory on	will ensure all	
	20220801-24	20220801	made and	taken by		company has		part of all listed	such submission	
	Notice Date 01	-24 Notice	submitted by the	any		failed to submit		Companies	using digital	
	Aug 2022 read	Date 01	Company to the	authority		the		w.e.f.	signature	
	with original	Aug 2022	exchange post			announcements		01.09.2022 to	_	
	ci Oliginal		evenante bost			a.moancements	_1	1 0 1 . 0 3 . 2 0 2 2 10	continuation to	

Circular No.	01.09.2022 was	made by	submit all	the Stock	
SEBI/HO/CFD/C	not signed using	Company other	announcements	Exchange.	
MD1/CIR/P/20	digital signature	than Outcome	using DSC		
20/63 dated	certification to	of Board	except Outcome		
April 17, 2020	the Stock	meeting which	of Board		
and other	Exchange	includes only	meeting which		
circulation	Exercise	financial result	includes only		
thereto		using digital	financial result,		
Mandatory to		signature	Newspaper		
file announce		certification.	advertisement,		
ments under		ecrimeation.	certificates,		
various SEBI			orders, etc		
Regulations			orders, etc		
using digital					
signature					
_					
certification to the Stock					
Exchange w.e.f.					
01.09.2022					

Additional affirmations to be given by Practicing Company Secretarial Compliance Report (ASCR) pursuant to BSE & NSE vide Notice no. 20230316-14 and Circular Reference No. NSE/CML/2023/21 dated March 16, 2023 are provided below:

Sr.	Particulars	Compliance	Observations/Remarks by PCS*
No.		status (Yes/No/NA)	
1	Secretarial Standard The compliances of listed entities are in accordance with the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).	Yes	The Company has generally complied with Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company secretaries of India.
2	<ul> <li>Adoption and timely updation of the Policies:</li> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</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	<ul> <li>Maintenance and disclosures on Website:</li> <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) are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li> </ul>	No	The Company has not maintained fully functional website as per the requirements of Regulation 46 of SEBI (LODR) Regulations, 2015.
4	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	-
5	To examine details related to Subsidiaries of listed entities:  (a) Identification of material subsidiary companies.  (b) Requirements with respect to disclosure of material as well as other subsidiaries.	Not Applicable	The Company does not have any Subsidiary during the reporting period.
6	Preservation of Documents:  The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of	Yes	-

	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 as prescribed in SEBI Regulations	Yes	
8	Related Party Transactions:  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions  (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	Yes	The Company has obtained prior approval of Audit Committee for all Related Party transactions.
9	Disclosure of events or information:  The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	-
10	Prohibition of Insider Trading:  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	As on the date of this report, the Company has an in house software tool in which necessary entries for UPSI are recorded.
11	Actions taken by SEBI or Stock Exchange(s), if any:  No Actions taken against the listed entity/ it's 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	Additional Non-compliances, if any:  No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	No such Additional Non-compliances has been observed for relevant SEBI circulars / guidance notes, etc for the reporting period.

<sup>\*</sup>Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019.

Sr.	Particulars	Compliance	Observations/Remarks by PCS*
No.		status	
		(Yes/No/NA)	
1	<ul> <li>Compliances with the following conditions while appointing/reappointing an auditor</li> <li>If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</li> <li>If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next</li> </ul>	Yes	There is no instance of resignation of Statutory Auditors from the Company and the Company does not have any Material Subsidiaries. Hence, disclosures in such respect are not applicable to the Company during reporting period
	<ul> <li>If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</li> </ul>		
2	(i) Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:  • In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.	Not Applicable	There is no instance of resignation of Statutory Auditors from the Company and the Company does not have any Material Subsidiaries. Hence, disclosures in such respect are not applicable to the Company during reporting period

	<ul> <li>In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</li> <li>The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</li> <li>(ii) Disclaimer in case of non-receipt of information:         The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ it's material subsidiary has not provided information as required by the auditor.     </li> </ul>		
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.	Not Applicable	There is no instance of resignation of Statutory Auditors from the Company and the Company does not have any Material Subsidiaries. Hence, disclosures in such respect are not applicable to the Company during the reporting 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 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 Ainesh Jethwa & Associates

Company Secretary in Practice
Peer Review Certificate No. 1727/2022

AINESH BHUPENDRA BHUPENDRA JETHWA

JETHWA

Date: 2024.05.29 13:55:08 +05:30'

Aineshkumar Jethwa (Proprietor)

Mem No: ACS 27990 | COP: 19650

UDIN: A027990F000452744

Place: Mumbai Date: 29/05/2024