

EAST WEST HOLDINGS LIMITED

Regd. Off. : 62, Adarsh Industrial Estate, Sahar Chakala Road, Andheri East, Mumbai - 400099.

Tel : +91-22-4221 9000 E-mail : info@ewhl.in Web : www.ewhl.in

CIN : L74110MH1981PLC298496

29th May, 2024

To,
The Department of Corporate Services,
BSE Limited
14th Floor, P.J. Towers,
Dalal Street, Mumbai - 400 001.
Scrip Code: "540006"

Dear Sir/ Madam,

Sub:- Submission of Annual Secretarial Compliance Report for the year end March 31, 2024.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 we are enclosing herewith the Annual Secretarial Compliance Report issued by M/s. Nuren Lodaya & Associates Practicing Company Secretary for the financial year ended March 31, 2024.

Kindly take the same on your records.

Thanking You,

Yours Faithfully,
For East West Holdings Limited



(F. Kanojia)
Company Secretary &
Compliance Officer
Encl: As Above

Cc:
The Listing Department,
The Calcutta Stock Exchange Ltd,
7, Lyons Range, Kolkata - 700 001
Scrip Code: "028105"



NUREN LODAYA & ASSOCIATES
COMPANY SECRETARY
(Peer Reviewed Firm)

Phone Number: 7021113226
Email: csnuren@gmail.com

Registered Address: B 403, Pranav Commercial Plaza,
MG Road, Mulund West, Mumbai 400080

**SECRETARIAL COMPLIANCE REPORT OF
EAST WEST HOLDINGS LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024**
[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated 08th February 2019]

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by East West Holdings Limited (hereinafter referred as 'the listed entity'), having its Registered Office at 62, Adarsh Industrial Estate, Sahar Chakala Road, Andheri East, Mumbai-400099. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations 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 the listed entity has, during the review period covering the financial year ended on 31.03.2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I, Nuren Nirmal Lodaya have examined:

- (a) all the documents and records made available to me and explanation provided by East West Holdings 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 31st 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:-

- (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 during the review period)**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (*Hon'ble National Company Law Tribunal, Mumbai Bench has, vide Order dated 4th January, 2024 sanctioned the Scheme of Amalgamation between Zip Express & Logistics Private Limited (ZIP) (First Transferor Company) and East West Freight Carriers Limited (EWFCL) (Second Transferor Company) with the East West Holdings Limited (EWHL) (Transferee Company) under Sections 230 to 232 of Companies Act, 2013.*)





- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **(Not applicable during the review period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable during the review period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable during the review period)**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (i) Securities and Exchange Board of India (Depository Participant) Regulations, 2018
- (j) (other regulations as applicable)

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:-

| S r. | Compliance Requirements (Regulations / circulars/ guidelines including specific clause) | Regulation / Circular No | Deviations | Action taken by | Type of action | Details of violation | Fine amount | Observations/ Remarks of the Practicing Company Secretary | Management response | Remarks |
|------|--|--|--|-----------------|---|--|-------------|--|--|---------|
| | | | | | Advisory/ clarification / Fine /show cause Notice/ warning etc. | | | | | |
| 1 | For Quarter ended June 2023 Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Delay in submission of Statement of Deviation(s) or Variations(s) for the quarter ended June 2023. | - | - | Delay in submission of Statement of Deviation(s) or Variations(s) for the quarter ended June 2023. | - | Company has delayed in submission of Statement of Deviation(s) or Variations(s) for the quarter ended June 2023. | The Company has filed statement of Deviation(s) or Variations(s) for the quarter ended June 2023 after due date. | - |





| | | | | | | | | | | |
|---|---|--|--|-----|--|--|------|--|------------------------------|--|
| 2 | Non-submission of the Corporate governance compliance report within the period provided under this regulation | Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Delay in submission of Corporate governance compliance report for the quarter ended 31 st March, 2023 | BSE | Non-Compliance/ discrepancy email and Fine | Delay in submission of Corporate governance compliance report for the quarter ended 31 st March, 2023 | 8000 | Company has delayed in submission of Corporate governance compliance report for the quarter ended 31 st March, 2023 | Company has paid the penalty | |
|---|---|--|--|-----|--|--|------|--|------------------------------|--|

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

| Sr. | Compliance Requirements (Regulations / circulars/ guidelines including specific clause) | Regulation/ Circular No | Deviations | Action taken by | Type of action | Details of violation | Fine amount | Observations/ Remarks of the Practicing Company Secretary | Management response | Remarks |
|-----|---|--|--|-----------------|---|--|-------------|---|---|---------|
| | | | | | Advisory / clarification / Fine /show cause Notice/warning etc. | | | | | |
| 1 | For Quarter ended June 2022, September, 2022, December, 2022 and | Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) | Delay in submission of Statement of Deviation (s) or Variations(s) for | - | - | Delay in submission of Statement of Deviation (s) or Variations(s) for | - | Company has delayed in submission of Statement of Deviation(s) or | Company has filed statement of Deviation (s) or Variations(s) for the | - |





| | March, 2023: Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Regulations, 2015 | the quarter ended June 2022, September, 2022, December, 2022 and March, 2023. | | | the quarter ended June 2022, September, 2022, December, 2022 and March, 2023. | Variations (s) for the quarter ended June 2022, September, 2022, December, 2022 and March, 2023. | quarter ended June 2022, September, 2022, December, 2022 and March, 2023 after due date. | |
|---|---|--|--|-----|--|--|--|--|---|
| 2 | Related party transactions for the half year ended 31 st March, 2022: Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Delay in submission of Statement of Related party transactions for the half year ended 31 st March, 2022. | BSE | Non-Compliance/ discrepancy email and Fine | Delay in submission of Statement of Related party transactions for the half year ended 31 st March, 2022. | 5,000/- | Company has delayed in submission of Statement of Related party transactions for the half year ended 31 st March, 2022. | Company has filed Statement of Related party transactions for the half year ended 31 st March, 2022 after due date and paid Penalty for said Non-compliance. |
| 3 | Annual report: Regulation 36(2) of SEBI (Listing Obligations and Disclosure Requirements), 2015. | Regulation 36(2) of SEBI (Listing Obligations and Disclosure Requirements), 2015. | Company has not sent annual report to the shareholders within prescribed time. | - | - | Company has not sent annual report to the shareholders within prescribed time. | - | The Annual report for the year ended 31.03.2022 was not dispatched to shareholders within | The Annual Report for the year ended 2022 was dispatched to shareholders after the |





NUREN LODAYA & ASSOCIATES
COMPANY SECRETARY
(Peer Reviewed Firm)

Phone Number: 702113226
Email: csnuren@gmail.com

Registered Address: B 403, Pranav Commercial Plaza,
MG Road, Mulund West, Mumbai 400080

| | | | | | | | | prescribed time. | prescribed time. | |
|---|---|---|--|-----|--|--|------------|--|--|--|
| 4 | Annual report: Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), 2015. | Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), 2015. | Company has not filed Annual Report to BSE within prescribed time. | BSE | Non-Compliance/ discrepancy email and Fine | Non-submission of the Annual Report within the period prescribed under this regulation | 4,720/- | The Annual report for the year ended 31.03.2022 was not submitted to BSE within prescribed time. | The Annual Report for the year ended 31st March, 2022 was filed to BSE after the prescribed time. | |
| 5 | Composition of the Board: Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements), 2015. | Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements), 2015. | Non-compliance with the requirements pertaining to the composition of the Board. | BSE | Non-Compliance/ discrepancy email and Fine | Non-compliance with the requirements pertaining to the composition of the Board. | 1,47,500/- | Non-compliance with the Requirements pertaining to the composition of the Board. | Under Corporate Governance Report for the Quarter ended 30 th September, inadvertently the date of appointment was wrongly mentioned. However, revised filing was done to rectify the error. The Company applied for waiver | |





NUREN LODAYA & ASSOCIATES
COMPANY SECRETARY
(Peer Reviewed Firm)

Phone Number: 7021113226
Email: csnuren@gmail.com

Registered Address: B 403, Pranav Commercial Plaza,
MG Road, Mulund West, Mumbai 400080

noncooperation 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.

- b. 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.
- c. 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.

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/ its material subsidiary has not provided information as required by the auditor.





NUREN LODAYA & ASSOCIATES
COMPANY SECRETARY
(Peer Reviewed Firm)

Phone Number: 7021113226
Email: csnuren@gmail.com

Registered Address: B 403, Pranav Commercial Plaza,
MG Road, Mulund West, Mumbai 400080

| | | |
|---|----|---------------------------|
| 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 events took place |
|---|----|---------------------------|

III. 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 | 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 |
| 3 | <u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/ information under a separate section on the websiteWeb-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to | Yes | None |





| | | | |
|---|---|-----------|------|
| | the relevant document(s)/ section of the website | | |
| 4 | Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 | Yes | None |
| 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 | Yes | None |
| 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 Documents and Archival policy prescribed under SEBI LODR Regulations, 2015. | Yes | None |
| 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 | None |
| 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 NA | None |
| 9 | Disclosure of events or information: 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 |





NUREN LODAYA & ASSOCIATES
COMPANY SECRETARY
(Peer Reviewed Firm)

Phone Number: 7021113226
Email: csnuren@gmail.com

Registered Address: B 403, Pranav Commercial Plaza,
MG Road, Mulund West, Mumbai 400080

| | | | |
|----|---|---|------|
| 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 | None |
| 11 | Actions taken by SEBI or Stock Exchange(s), if any: 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 | No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges except those mentioned below. | None |
| 12 | Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc. | None | None |

For Nuren Lodaya & Associates



Nuren Lodaya
Membership No. A60128
COP No. 24248
PR No. 5666/2024
Date: 28.05.2024
Place: Mumbai
UDIN: A060128F000472298



NUREN LODAYA & ASSOCIATES
COMPANY SECRETARY
(Peer Reviewed Firm)

Phone Number: 7021113226
Email: csnuren@gmail.com

Registered Address: B 403, Pranav Commercial Plaza,
MG Road, Mulund West, Mumbai 400080

**SECRETARIAL COMPLIANCE REPORT OF
EAST WEST HOLDINGS LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024**
[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated 08th February 2019]

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of applicable laws, rules and regulations is the responsibility of management. My examination was limited to the verification of procedures on test basis.
5. The Compliance report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Nuren Lodaya and Associates




Nuren Lodaya
Membership No. A66128
COP No. 24248
PR No. 5666/2024
Date: 28.05.2024
Place: Mumbai
UDIN: A0601281-000472298