



LUHARUKA MEDIA & INFRA LIMITED

(FORMERLY SPLASH MEDIA & INFRA LIMITED)

A- 301, HETAL ARCH, OPP. NATRAJ MARKET, S.V.ROAD, MALAD (WEST), MUMBAI - 400 064

TEL NO. : 2844 9765 / 2844 9767 • FAX : 022-2889 2527

E-mail : info@luharukamediainfra.com / splashmedia7@yahoo.in • URL : www.luharukamediainfra.com

CIN NO.: L65100MH1987PLC044094

Date: June 28, 2021

To,
The Manager,
Department of Corporate Services,
BSE Limited,
Phirozee Jeejeeboy Towers, Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 512048

Subject: Annual Secretarial Compliance Report for the year ended March 31, 2021

Dear Sir/Ma'am,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular no. CIR/CFD/CMDI/27/2019 dated February 08, 2019, please find enclosed Annual Secretarial Compliance Report of Luharuka Media & Infra Limited for the year ended March 31, 2021, issued by M/s. Mitesh J. Shah & Associates, Company Secretaries.

Please take the above information on your record.

FOR LUHARUKA MEDIA & INFRA LIMITED

**APEKSHA KADAM
DIRECTOR
DIN: 08878724**



Encl: As Above



**SECRETARIAL COMPLIANCE REPORT OF
LUHARUKA MEDIA & INFRA LIMITED (L65100MH1987PLC044094)
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021**

1. I, Mitesh Shah, Practicing Company Secretary and Proprietor of M/s. Mitesh J. Shah and Associates have examined:
- a) all the documents and records w.r.t listing Compliances provided to us and explanation provided by Luharuka Media & Infra Limited ("the Company"),
 - b) the filings / submissions made by the Company to the stock exchange i.e. BSE Limited,
 - c) website of the Company,
 - d) any other documents / filings, as may be relevant, which has been relied upon to make this certification,

For the year ended March 31, 2021 ("Review Period") in respect of compliance with the provisions of:

- i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - ii) 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");
2. 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; **(there were no events requiring compliance during the review period)**
 - c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(there were no events requiring compliance during the review period);**
 - e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(there were no events requiring compliance during the review period);**



- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(there were no events requiring compliance during the review period);**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(there were no events requiring compliance during the review period);**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- k) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(there were no events requiring compliance during the review period).**

3. 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.	Compliance Requirements (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks
1.	In terms of BSE Circular 57/2019-20 dated January 27, 2020, the entity has to provide the information of its statutory auditor, secretarial auditor to update in the management details section (tab 3 and 4) under BSE Listing Centre.	The Company has not updated the details of secretarial auditor as required during the review period.	The Company has submitted the information on the listing centre of BSE.

- b.) The Company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.
- c.) There were no actions taken against the Company or its promoters or directors or material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.



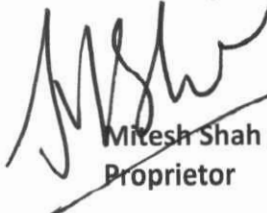
d.) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observation of PCS in the previous reports	Observation made in Secretarial Compliance Report for the year ended on March 31, 2021	Actions taken by listed entity, if any	Comments of PCS on the action taken by listed entity
1.	In terms of regulation 6 (1) of SEBI (LODR) Regulations, 2015: a listed entity shall appoint a company secretary as compliance officer.	During the period from April 2020 to 16 October 2020, the Company had no Compliance Officer as required in accordance with provisions.	The Company had appointed the Company Secretary as Compliance officer w.e.f. 17 October 2020.	Nil
2.	In terms of BSE Circulars 57/2019-20 dated January 27, 2020, the entity has to provide the information of Statutory Auditor, Secretarial Auditor to update in the management details section (Tab 3 and 4) under BSE Listing Centre	Nil	The Company has update the details in the management details section	Nil
3.	SEBI Circulars No. SEBI/HO/CFD/DCR1/CIR/P/2018/85 dated May 28, 2018 relating to system driven disclosure in Securities Market, any subsequent changes in the directors/employees of the listed Company, the Company shall provide the information of the changes to the depositories within two working days	Nil	The Company has submitted the information of changes in directors and KMP.	Nil
4.	In terms of regulation 27 (2)(c) of the SEBI (LODR), Regulations, 2015 quarterly compliance report on corporate governance shall be signed by the compliance officer or chief executive officer of the entity.	Nil	The quarterly compliance report on corporate governance have been	Nil



			signed by the directors authorised by the Board for the purpose.	
5.	In terms of regulation 3 (5) of the PIT Regulations 2015 "Board of Directors" is required to maintain a structured digital database containing the details of the person with whom unpublished price sensitive information (UPSI) is shared.	Nil	The Company has maintained the data in structured digital database	Nil
6.	In terms of clause 4 of the schedule B of PIT Regulations, 2015 read with circular no. LIST/COMP/01/2019-20 dated April 02, 2019 of BSE, the trading restrictions period is required to commence not later than the end of every quarter till 48 hours after the declaration or financial result. Clause 4 of the schedule B of PIT Regulations, 2015	Nil	The Company has ensured the Compliance of this non-compliance during the period under review.	Nil

For Mitesh J. Shah & Associates
Company Secretaries


Mitesh Shah
Proprietor



FCS No.: 10070
C. P. No.: 12891
UDIN: F010070C000366052

Date: 25 May, 2021
Place: Mumbai

This Report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.



Annexure A

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

Management's Responsibility Statement

- i. Maintenance of compliance records is the responsibility of the management of the Company. Our responsibility is to express any deviation in such compliances.

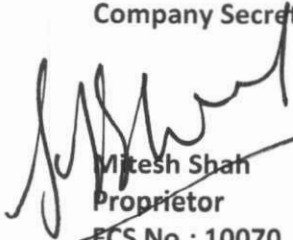
Auditor's Responsibility Statement

- ii. I have followed the verification practices and processes as were appropriate to obtain responsible assurance about the correctness of the contents of the records. The verification was done on test basis to ensure that correct facts are reflected in the records. I believe that the processes and practices that I follow provide a responsible basis for my opinion.
- iii. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- iv. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

- v. The compliance of the provisions of SEBI Regulations and other applicable regulations including circulars, guidelines and standards is the responsibility of management. My examination was limited to verification of procedures on test basis.
- vi. The secretarial compliance report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.
- vii. As per the **guidance provided by ICSI to members to carry out professional assignments during Covid 19 pandemic dated 04.05.2020 and 20.04.2021**, PCS may carry assignments by using appropriate information technology tools like virtual data room, cloud-based servers or remote desktop access tools, also PCS can obtain electronically signed extracts of minutes or any other relevant records, wherever required after disclosing the same in his report. We place reliance on the said guidance note while giving his report. All the judgements are based on the said circular. It is to be noted that necessary disclosures will be taken from the company after the end of this lockdown.

For Mitesh J. Shah & Associates
Company Secretaries


Mitesh Shah
Proprietor
FCS No.: 10070
C. P. No.: 12891



Date: 25 May, 2021
Place: Mumbai