



VARCA, GOA

May 6, 2021

BSE Limited
Corporate Compliance Department
Rotunda Building P. J. Towers, Dalal
Street, Fort Mumbai 400001
Scrip Code - 523269

The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai 400051
Symbol : ADVANIHOTR

Dear Sir/Madam,

Sub.: Secretarial Compliance Report

Please note that pursuant to regulation 24A of the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, please find enclosed herewith the Secretarial Compliance Report for the year ended March 31,2021 issued by Mr. Virendra Bhatt, Practicing Company Secretary.

You are kindly requested to take the above on record.

Thanking you,

Yours faithfully,
For **Advani Hotels & Resorts (India) Limited,**

S/d
Nilesh Jain
Company Secretary
Encl: As Above

Note: Due to ongoing COVID -19 pandemic outbreak and consequent lockdown, this intimation is being submitted without signature of the authorised person in SD/- mode.

Virendra Bhatt

Company Secretary

Office :

Office No. 03, A Wing, 9th Floor,
Pinnacle Corporate Park,
BKC CST Link Rd., MMRDA Area,
Bandra Kurla Complex,
Bandra East, Mumbai - 400 051.
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SECRETARIAL COMPLIANCE REPORT OF THE ADVANI HOTELS AND RESORTS (INDIA) LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

1. I, Virendra G. Bhatt, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to me and explanation provided by the **Advani Hotels and Resorts (India) Limited** having CIN: **L99999MH1987PLC042891** ("the listed entity") arising from the compliances of specific Regulations listed under Clause 2 of this report;
- (b) the filings / submissions made by the Listed Entity to the Stock Exchanges in connection with the above;
- (c) website of the Listed Entity; and
- (d) all other documents, filings or submission on the basis of which this certification is given,

For the financial year ended 31st March, 2021 ("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");

2. The specific Regulations, whose provisions and the Circulars / Guidelines issued thereunder, have been examined, include:-

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - (Not Applicable during the review period);



- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- (Not Applicable during the review period);
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - (Not Applicable during the review period);
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - (Not Applicable during the review period);
- (g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - (Not Applicable during the review period);
- (h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The 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 - (Not applicable during the review period);

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

- (a) The Listed Entity has prima facie complied with the applicable 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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Appointment of the Woman Independent Director under Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements)	Delayed compliance	The National Stock Exchange of India Limited ("NSE") has brought to the notice to the Company for non-appointment of the Woman Independent



	Regulations, 2015		Director and the NSE has dropped the action on request of the Company due to prevailing conditions owing to COVID-19 as the Company has appointed the same with effect from 30 th August, 2020.
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- (b) The listed entity has prima facie maintained proper records under the provisions of the above Regulations and Circulars / Guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) The following are the details of actions taken against the Listed Entity/ its Promoters/ Directors either by the SEBI or by the Stock Exchanges (including under the Standard Operating Procedures Issued by the SEBI through various Circulars) under the aforesaid Acts / Regulations and Circulars/ Guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
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- (d) The National Stock Exchange of India Limited ("NSE") has brought to the notice to the Company for non-appointment of the Woman Independent Director and the NSE has dropped the action on request of the Company due to prevailing conditions owing to COVID-19.
- (e) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March, 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	N.A.	N.A.	N.A.	N.A.

- (f) I further report that during the review period, as per the information provided by the Company, prima facie there were no instances of transaction by the designated persons in the securities of the Company during the closure of window.



(g) As per the disclosure made to the Stock Exchanges, Mr. Sachin Jain, Chief Financial Officer and Key Managerial Personnel of the Company has resigned and ceased to be the Chief Financial Officer of the Company with effect from 13th March, 2021 and the Company has filed a police complaint against him for suspected fraudulent, unlawful and illegal acts with a request that a FIR be registered in the matter. As on 31st March, 2021, the case is under investigation.

(h) Due to prevailing conditions owing to the COVID-19, I am unable to verify the partial information physically, therefore I rely on the information provided by the Company in electronic mode.

Place: Mumbai

Date: 12th April, 2021

UDIN: A001157C000032892



Virendra G. Bhatt

ACS No.: 1157

COP No.: 124