

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure Ltd. And Shri Shakti LPG Ltd.)

CIN: L40102TG1993PLC015988

National Stock Exchange of India Ltd.

Exchange Plaza Bldg.
5th Floor, Plot No.C-1
'G' Block, Near Wockhardt,
BandraKurla Complex
Mumbai 400 051.
Fax:26598237/38
Symbol: HAVISHA

The BSE Limited

Department of Corporate Services,
1st floor, New Trading Ring
Rotunda Building,
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.
Fax : 22723121/3719/2037/2039
Scrip Code : 531322

Dear Sir(s)/Madam,

Sub: Annual Secretarial Compliance for the Financial Year 2021-22

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report of the Company issued by A. Krishna Kumar, Proprietor, Krishna Kumar & Associates, Practicing Company Secretaries for the Financial Year 2021-22.

This is for the information of the exchange and the members.

Thanking You,
Yours Faithfully,
For Sri Havisha Hospitality and Infrastructure Ltd

Rahul Jain

Rahul Jain
Company Secretary and Compliance Officer
Membership No- A 62949
Date: May 30, 2022
Place: Hyderabad



Venus Plaza, Begumpet, Hyderabad 500 016, INDIA

Tel. +91 40 27902929, 27905656, website: www.Shrishakti.com, Email: info@shrishakti.com

KRISHNA KUMAR.A, FCS



KRISHNA KUMAR & ASSOCIATES

COMPANY SECRETARIES

H. No. 2-2-114/27, New Nallakunta

HYDERABAD-500044, TS

Ph.9849064163

E mail: akkirajukrish@gmail.com

Secretarial Compliance Report of Sri Havisha Hospitality and Infrastructure Limited (Formerly Shri Matre Power & Infrastructure Limited and Shri Shakti LPG Limited) for the year ended 31st March, 2022 (Pursuant to SEBI - CIR/CFD/CMD1/27/2019, Dated 8th February, 2019)

I, A. Krishna Kumar, Proprietor, Krishna Kumar & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by the management of Sri Havisha Hospitality and Infrastructure Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity, (to be updated)
- (d) any other document/ filing, conformation, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March 2022 ("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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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;
- (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; (Not applicable to the Company for the review period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company for the review period);

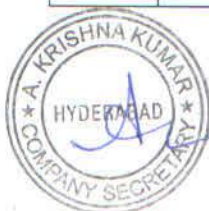


- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company for the review period);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the Company for 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 Participant) Regulations, 2018; and circulars/ guidelines issued there under;

and based on the above verification done on test basis and explanations given by the Management of the Company, we hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, 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.	Regulation 17(1) Non-compliance with the requirements pertaining to the composition of the Board	Composition of Board of Directors for the quarter ended March 2022 The Composition of the Board of Directors of the Company shall be optimum if the Chairperson of the Board is Executive Director, the half of the total Board shall consist of the Independent Directors.- Minor deviation for few days only	The Company has appointed two Non-Independent Directors as additional Directors and one Independent Director in the Board Meeting held on February 14, 2022 subject to the Approval of the shareholders. The Company has in fact identified two independent Directors initially but due to sudden unforeseen circumstances could appoint only one Independent Director. The Regulation 25 of SEBI Listing Regulation states that any vacancy arising in the office of the independent director shall be filled at the earliest but not later than three months. It is interpreted by the company that it amounts to a vacancy and one more Independent Director could be appointed



			within three months and accordingly appointed a qualified and experienced person as one more Independent Director immediately after the last Quarter to comply with the Regulation 17(1).
2	Regulation 17(1A) Non-compliance with the requirements pertaining to appointment or continuation of non-executive director who has attained the age of seventy-five years	<p>Composition of Board of Directors for the quarter ended March 2022</p> <p>No listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed in a General Meeting to that effect along with the explanatory statement annexed to the notice for such motion justifying for appointing such a person. Minor deviation for few days only</p>	<p>Mr. Prabhu Sydney Miranda, has been appointed as additional Director (Non-executive director) who has attained the age of seventy-five years in the Board Meeting held on February 14, 2022 subject to the approval of the General Meeting.</p> <p>It is interpreted by the company that as per Regulation 17(1C) of the Listing Regulation the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier otherwise the appointment by the Board would be void. Accordingly the company has convened an Extraordinary General Meeting on May 11, 2022 and has passed the necessary Special Resolution for the appointment of Mr. Prabhu Sydney Miranda.</p>



- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ 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 there under.

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.
1	National Stock Exchange of India Limited(NSE) & BSE	Regulation 17(1).Non-compliance with the requirements pertaining to the composition of the Board	We were informed that no action is taken by NSE or BSE so far	However the Company has appointed one more Independent Director on 13th March,2022 itself for complying with the Regulation 17(1). The company should strictly comply with the Regulation 17(1) of LODR
2.	National Stock Exchange of India Limited(NSE) & BSE	Regulation 17(1A).Non-compliance with the requirements pertaining to the appointment Non executive Director who has attained the age of 75 years	We were informed that no action is taken by NSE or BSE so far	However company has convened an Extraordinary General Meeting on May 11, 2022 and has passed the necessary Special Resolution for the appointment of Mr. Prabhu Sydney Miranda The company should strictly comply with the Regulation 17(1A) of LODR



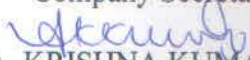
(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Non Compliance of Regulation 29 (2) (3) of SEBI LODR Regulations-2015	FY 2020-21	Fine Imposed by the NSE & BSE was paid by the company.	The Company has paid the fine. The management has also ensured to take all possible measures to avoid non compliance in future
2.	Non Compliance of Regulation 17(1) of SEBI LODR – Regulations, 2015	FY 2020-21	The Company has appointed Mr. Abhaya Shankar as Independent Director of the Company w.e.f. 29th June 2020.	1. Fine of Rs 5,25,100/- (Including GST) was imposed. 2. BSE also appears to have imposed similar fine. (only oral conformation from the Company. BSE waived the fine. We were informed by the Company, that waiver of fine by NSE is also under active consideration. The management has also ensured to take all possible measures as to avoid non-compliance in future.
3.	Non-compliance of Regulation 6 (1) of SEBI LODR Regulations, 2015	FY 2020-21	The Company has appointed Mr. Rahul Jain as Company Secretary & Compliance Officer of the Company with effect from	1.Fine of Rs 31,860/- (including GST) was imposed by NSE 2. BSE also appears to have imposed similar fine. (only oral conformation from the Company) We were informed that after representing the matter before



			November 23, 2020.	NSE & BSE for waiver of fine there is no further communication from the NSE & BSE.
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For KRISHNA KUMAR & ASSOCIATES,
Company Secretaries,


A. KRISHNA KUMAR
FCS: 5356
CP :4707

Place: Hyderabad
Date: 29/05/2022
UDIN: F005356D000422181



*Disclaimer Note: During this challenging time of COVID 19 outbreak, this report has been undertaken to the best of our capability based on of e verification of scans, soft copies, information, oral confirmations, records and documents made available to us by the management.