



(Under Corporate Insolvency Resolution Process vide Order of Hon'ble NCLT dated 29.05.2020)

5th July, 2021

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001. BSE Scrip Code: 519260	National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1,G Block Bandra – Kurla Complex Bandra (E) Mumbai- 400051. NSE Scrip Symbol: SANWARIA
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Subject:- Compliance under Regulation 24 (A) of the SEBI (Listing obligations and Disclosure requirements) Regulations, 2015

Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019

Dear Sir/Madam,

Pursuant to Regulation 24 (A) of the SEBI (Listing obligations and Disclosure requirements) Regulations, 2015, please find enclosed herewith Secretarial Compliance Report for Sanwaria Consumer Limited duly issued by M/s P.K Rai & Associates, Practicing Company Secretaries, Bhopal for the year ended 31st March, 2021.

We request you to kindly take this information on your records.

Thanking You

For Sanwaria Consumer Limited

Company Secretary



P.K. RAI
M.Com.,L.L.B., FCS

P.K. RAI & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Office : F-5, 1st Floor, 159, Smriti Complex, Zone-II, M.P. Nagar, Bhopal-11
Phone : 0755-2761172, Mob.: 9303124872, E-mail: cspkrai@gmail.com

Ref.: Secretarial Compliance Report of **SANWARIA CONSUMER LIMITED** Date :
For the year ended 31st March, 2021

I, **CS PRAVEEN KUMAR RAI** have examined:

- (a) All the documents and records made available to us and explanation provided by SANWARIA CONSUMER LIMITED ("the listed entity"),
- (b) The filings/ submissions made by the listed entity to the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE);
- (c) Website of the listed entity (<https://www.sanwariaconsumer.com/>),
- (d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the 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 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 (Prohibition of Insider Trading) Regulations; 2015;
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the Review period)
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during the Review period)
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the Review period)
- (h) Securities and Exchange Board of India (Issue and Listing of Non-

Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the company during the Review period)

(i) Securities and Exchange Board of India (Delisting of Equity shares) Regulations; 2009; (Not applicable to the company during the Review period),

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 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 6 of SEBI (LODR), 2015	The Company has not appointed its Compliance Officer For the period starting from 1 st April 2020 to 14 th July 2020.	The company has after the delay, appointed its Compliance officer from 15 th July 2020 onwards.
2.	Regulation 14 of SEBI (LODR), 2015	The company has not paid its listing fees to the stock exchanges i.e. National Stock Exchange (NSE) and Bombay Stock Exchange (BSE)	The Company has defaulted in payment of listing fees to the respective stock exchanges. However, the company has requested the stock exchanges to raise claims for the bills as the invoice were raised before

			the CIRP date.
3.	Regulation 27(2) of SEBI (LODR), 2015	The company has not submitted its quarterly compliance report on corporate governance for the Quarter ending 30 June 2020, within 15 days of the ending of quarter.	The company Has not submitted its quarterly compliance report on corporate governance for the Quarter ending 30 June 2020, within 15 days of the ending of quarter but for the rest of the quarters it is submitted on time.
4.	Regulation 29(2) of SEBI (LODR), 2015	The company has not given proper prior intimation (i.e. clear 5 days before the meeting) to stock exchange about the meeting of the board of directors held 30 th June 2021	The prior intimation for rest of the board meetings was given on time.
5.	Regulation 46 of SEBI (LODR), 2015	The company has not maintained a proper functional website providing all the disclosures as per the said regulation.	Proper disclosures were not updated on company's website. However, the company is in process of complying with required provisions.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.

(c) A delay has been observed in complying with the following regulations for the year ended 31st March, 2021.

- Regulation 23 (9) of SEBI (LODR) Regulations, 2015
- Regulation 27(2) of SEBI (LODR) Regulations, 2015
- Regulation 29(2) of SEBI (LODR) Regulations, 2015
- Regulation 31 of SEBI (LODR) Regulations, 2015

(d) A delay has been observed in complying with the following regulations for the year ended 31st March, 2021.

- Regulation 7(2) of SEBI (LODR) Regulations, 2015
- Regulation 33 of SEBI (LODR) Regulations, 2015
- Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996

(e) 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/ Regulation and circulars/ guidelines issued there under:

Sr No.	Action taken by (Authority)	Details of Violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
NIL (As the company is Under Corporate Insolvency Resolution Process No actions were initiated by any regulatory authority)				

(f) 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	Action taken by the listed entity (if any)	Comments of the Practicing Company Secretary on the actions taken by the listed entity (in any)
1.	Regulation 23 (9) Of SEBI (LODR) Regulations, 2015 The company has not submitted Disclosures of Related party Transactions to the stock Exchanges within 30 days From the date of publication of its standalone and consolidated financial results for the half year ended 30 th September, 2019	31 st march 2019	The Company is in process of submitting the same.	As the report is already delayed, It is suggested to submit the required disclosures at the earliest to the stock exchanges.

Date: 02/07/2021

Place: Bhopal

For P.K. Rai & Associates




CS Praveen Kumar Rai

Membership No. 6313

CP No. 3779