

ASIAN HOTELS (EAST) LIMITED

CIN : L15122WB2007PLC162762

Regd. Office : Hyatt Regency Kolkata Hotel, JA-1, Sector - III, Salt Lake City, Kolkata - 700 106, W.B., India
Tel: 033 6820 1344 / 1346, Fax : 033 2335 8246, E-mail : clocs@sarafhotels.com, Website : www.ahleast.com

24th May, 2023

<p>The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Tel: (022-2272 8013) Fax: (022-2272 3121)</p> <p>Type of Security: Equity shares Scrip Code : 533227</p>	<p>The Manager Listing Department National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block, Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: (022) 2659 8235/36 Fax: (022) 2659 8237/38</p> <p>Type of Security: Equity shares NSE Symbol : <u>AHLEAST</u></p>
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Dear Madam/Sir,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended 31st March, 2023.

Pursuant to Regulation 24A of the SEBI Listing Regulations, 2015, please find attached the Annual Secretarial Compliance Report of the Company for the financial year ended 31st March, 2023, issued by Mr. Abhijit Majumdar, Practicing Company Secretary.

This is for your information and ready reference.

Please acknowledge the receipt and take the above on record.

Thanking you.

Yours truly,

For Asian Hotels (East) Limited

SAUMEN
CHATTERJEE

Digitally signed by
SAUMEN CHATTERJEE
Date: 2023.05.24
11:46:09 +05'30'

Saumen Chatterjee
Chief Legal Officer &
Company Secretary



Encl.: as above

OWNER OF



HYATT
REGENCY™
KOLKATA HOTEL

CS ABHIJIT MAJUMDAR

Practicing Company Secretary, Corp. Law & MSME Consultant
(A Peer Review Certified Practice Unit)
M.Com. (Gold Medalist), LLB,
Cost & Management Accountant and Company Secretary



SECRETARIAL COMPLIANCE REPORT OF ASIAN HOTELS (EAST) LIMITED (CIN- L15122WB2007PLC162762) FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

I, Abhijit Majumdar, Practicing Company Secretary, have examined:

- (e) all the documents and records made available to us and explanation provided by **ASIAN HOTELS (EAST) LIMITED** ("the listed entity"),
- (f) the filings/ submissions made by the listed entity to the stock exchanges,
- (g) website of the listed entity,
- (h) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended **31st March, 2023** ("Review Period") in respect of compliance with the provisions of:

- (n) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (o) 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, to the extent applicable, whose provisions and the circulars/ guidelines issued thereunder, as amended from time to time, have been examined, include: -

- (j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (k) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (l) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (m) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (n) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (o) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (p) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (q) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (r) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

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and circulars/ guidelines issued there under;


I/We 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.	Secretarial Standards: 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	Yes
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entitiesAll the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	Yes
3.	Maintenance and disclosures on Website: <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 re- directs to the relevant document(s)/ section of the website	Yes	Yes
4.	Disqualification of Director: None of the Director(s) of the Company		

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	is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Yes
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA Yes	NA Yes
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	Yes
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/during the financial year as prescribed in SEBI Regulations.	Yes	Yes
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	yes Yes	yes Yes
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	Yes
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	Yes

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11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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 except as provided under separate paragraph herein (**).	Yes	Yes
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	Yes


Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	NA

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2.	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee: a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation 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.</p>	NA	NA
	<p>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.</p>	NA	NA

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3.	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	NA
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*Observations /Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'


(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 Requirement (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
1.	The promoter of every target company shall declare on a yearly basis that he, along with persons acting in	SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Non-submission of the declaration	BSE	BSE vide its email dated 10 th May, 2023 informed the Company to submit the declaration by	The Company has not submitted the declaration within the due date.	-	Non-compliance with Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeov	The Company has submitted the said declaration vide its email dated 12 th May, 2023.	-

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concert, has not made any encumbrance, directly or indirectly, other than those already disclosed during the financial year.					12 th May, 2023.			er) Regulations, 2011 has been observed.		
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(p) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (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
1.	19(1)-The board of directors shall	Regulations 19(1) & 20(2A)	Violation of Regulations 19(1) &	BSE & NSRE	BSE vide letter no. SOP -C Review (20-Aug-2021) dated 20 th August, 2021	Non compliance of Reg 19(1) &	BSE -Rs. 2,26,560		The Company vide its letter	The Company has made the processi

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constitute the nomination and remuneration committee as follows : (a). the committee shall comprise of at least three directors; (b). all directors of the committee shall be non-executive directors; and (c) at least [two-thirds] of the directors shall be independent director)	20(2A) of the SEBI (Listing Obligation and Disclosure)	imposed fine. NSE vide letter no. NSE/LIST-SOP/COMB/FINES/0821 dated 20 th August, 2021 imposed fine.	20(2A)	NSE - 3,39,840	dated 1st September, 2021 has requested the stock exchanges to waive the said fines.	ng payment of Rs. 10,000 on 22 nd April, 2022 vide transaction reference no. 00710360751 to BSE. The Company has not received any response till date.
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s. 20(2A) - At least three director s with at least one being an independ ent director , shall be membe rs of the commit tee.									
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Date: 18th May, 2023
Place: Kolkata


Abhijit Majumdar
Company Secretary in Practice
C.O.P. No.-18995

Signature:

(Abhijit Majumdar)
Practising Company Secretary
ACS No.: 9804
CP No: 18995
UDIN: A009804E000327462
PR No: 1341/2021

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