



SCOOBEE DAY GARMENTS (INDIA) LIMITED

(Formerly Known as Victory Paper And Boards (India) Limited)

CIN: L27100KL1994PLC008083 | GST : 32AAACV7612G1ZM

Regd. Office: 666/12, Anna Aluminium Building, Kizhakkambalam, Aluva, Ernakulam, Kerala – 683 562

Web: www.scoobeedaygarments.com | e-mail: info@scoobeedaygarments.com | Phone: 0484 2680701

Date: 26.05.2022

SDGIL/GEN/2022-23/09

To,

The Bombay Stock Exchange

25th Floor, P J Tower

Dalal Street,

Fort, Mumbai – 400 001.

Ref : Scrip Code :531234 – Yearly Filing

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Sir/ Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 read with SEBI Circular ref. No. CIR/CFD/CMDI/27/ 2019 dated 08.02.2019, the Annual Secretarial Compliance Report dated May 26, 2022 for the year ended March 31, 2022 issued by M/s. CaesarPintoJohn & Associates LLP, Practicing Company Secretaries are attached herewith.

Thanking you,

For Scoobee Day Garments (India) Limited

CS Josmin Jose

Company Secretary





**SECRETARIAL COMPLIANCE REPORT OF
SCOOBEE DAY GARMENTS (INDIA) LIMITED,
(Formerly VICTORY PAPER & BOARDS (INDIA)
LTD) FOR THE YEAR ENDED 31ST MARCH 2022**

We CaesarPintoJohn & Associates LLP, Company Secretaries, Kochi have examined:

- a) all the documents and records made available to us and explanation provided by **SCOOBEE DAY GARMENTS (INDIA) LIMITED** (Formerly VICTORY PAPER AND BOARDS (INDIA) LIMITED) ("the listed entity"), the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, arising from the compliances of specific Regulations listed below,
- b) the filings/ submissions made by the listed entity to the stock exchanges in connection with the above,
- c) website of the listed entity,
- d) any other document/ filing, 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 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");

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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder;

and based on the above examination, 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 thereunder.

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

(c) There were no 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 thereunder.

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

i) Observations made in the Secretarial Compliance Report for the financial year ended 31.03.2021:

Sl. No.	Observations of the Practising Company Secretary in the previous report	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
1	Regulation 17 (1) (c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –	The Board of Directors have appointed two directors including one Independent Director with effect from 14.08.2020	The Board of Directors of the Listed Entity comprises of six directors.

	<p>The board of directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors</p> <p>The Board of Directors of the Company comprised only of four directors upto 14.08.2020.</p>		
--	---	--	--

For **Caesar Pinto John**
& Associates LLP
Company Secretaries

CS Nikhil George Pinto
Partner
FCS: 11074, CP: 16059
PR 2148/2022

Place: Kochi
Date: 26.05.2022

UDIN: F011074D000392004