

# A. G. RANADE & ASSOCIATES

## COMPANY SECRETARIES

**Thane :** 2, Gr. Floor, B Wing, Om Sai Prasad Bldg., Shivaji Nagar, Near Railway Colony, B Cabin, Thane (W) 400 602.  
**Kalyan :** 101, Bldg no 4, Shiv Amrut Dham, Near Yogi Dham, Murbad Road, Kalyan (W) 421 301  
Email : agranade@rediffmail.com, info@agranadeandassociates.com Tel # 022-25420542

### **Secretarial Compliance Report of Ladam Affordable Housing Limited [CIN # L65990MH1979PLC021923] for the year ended 31st March, 2019**

We have examined:

- a) all the documents and records made available to us and explanation provided by **Ladam Affordable Housing Limited** ("the listed entity"),
- b) the filings/submissions made by the listed entity to the stock exchanges,
- 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, 2019 ("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 (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;



- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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, 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 31(2) of LODR, 2015: The listed entity shall ensure that <b>hundred percent</b> of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board.	800,000 nos of shares held by Mr. Bharat Bhushan Aggarwal - Promoter of listed entity are not in dematerialized form	As explained by the listed entity, the said shares are pledged to secure a loan taken by an associate company and physical share certificates may have been handed over. Therefore, <i>in violation to Reg. 31(2), part of promoter's shares are not in dematerialized form.</i>

- 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 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 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.
1	BSE Limited	Alleged non Compliance with Reg. 17(1), 18(1), 19(1), 19(2), 20(2), 21(2) of LODR, 2015 - Appointment of Women Director, Constitution of Audit Committee and Nomination and Remuneration Committee	<b>No fine was required to be paid</b> by the listed entity as per mail by BSE pursuant to submissions made.	The listed entity has submitted clarification letter. BSE waived amount of fine pursuant to submissions made. No further action is taken by BSE since there is <b>NO non compliance</b> as alleged by BSE.

d) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the Review Period.

For A. G. RANADE & ASSOCIATES

  
Proprietor



Signature :  
Name of the Company Secretary : Ajay Ranade  
Address : **A G Ranade & Associates**  
Company Secretaries,  
2, Gr Fl, B Wing, Om Sai Prasad Bldg,  
Shivaji Nagar, Thane (W) - 400 602.  
Membership No. : FCS 6199  
C. P. No. : 6231

Place: Thane  
Date: 29th May, 2019