

Date: 30.05.2023

Ref: SPMCL/BSE/SEC/2023-24/07

To Listing Department
BSE Limited
Phiroze Jeeheebhoy Towers,
Dalal Street, Mumbai-400001

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

Ref: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February, 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the year ended 31st March, 2023 issued by the DV & Associates, Practicing Company Secretary.

You are requested you to take note the same for your record.

Thanking You

Yours Faithfully

For Supra Pacific Management Consultancy Ltd

LEENA
YEZHUVATH

Digitally signed by
LEENA YEZHUVATH
Date: 2023.05.30
17:36:02 +05'30'

Leena Yezhuvath
Company Secretary



CS Dhanya Paul M. Com, FCS



CS Vivek Kumar M. Com, LL.B, FCS

SECRETARIAL COMPLIANCE REPORT

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019 (as amended) read with relevant circulars issued by Stock Exchanges]

SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED
FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2023

To
The Members
Supra Pacific Management Consultancy Limited
Supra Pacific Management Building No: 12,
Amar Niketan Nr. JB Nagar Post Office, JB Nagar,
Andheri East Mumbai Mumbai City 400059

We, DV & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Supra Pacific Management Consultancy 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, 2023 ("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 thereunder 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;

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Branch Office:

1st Floor, St George Complex, East Church Road, Bank Jn., Angamaly, Kerala, India Pin: 683572
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- (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) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued there under and based on the above examination, we hereby report that, during the Review Period:

SI 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	Nil
2	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.	Yes	Nil
	• All the policies are in conformity with SEBI Regulations and has been reviewed & updated on time, as per the regulations/ circulars/ guidelines issued by SEBI	Yes	Nil
3.	Maintenance and disclosures on Website:		
	• The Listed entity is maintaining a functional website.	Yes	Nil
	• Timely dissemination of the documents/ information under a separate section on the website.	Yes	Nil
	• Web-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	Nil



4	Disqualification of Director: None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Nil
	Details related to Subsidiaries of listed entities have been examined w.r.t.: a) Identification of material subsidiary companies.	Yes	Nil
	b) Disclosure requirement of material as well as other subsidiaries.	Yes	Nil
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	Nil
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	Nil
8.	Related Party Transactions: a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; or	Yes	Nil
	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	Nil
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	Nil
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	Nil
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	Yes	Nil



	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		
12.	Additional Non-compliances, if any: No additional non-compliances observed for any SEBI regulation/ circular/ guidance note etc.	Yes	Nil

(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: -

(b) The listed entity has taken the following actions to comply with the observations made in the previous report for the year ended 31st March 2022 as set out in **Annexure B**.

Assumptions & Limitation of Scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For DV & Associates
Company Secretaries


CS Vivek Kumar
Partner



M. No. F9353, CoP: 11036
Peer Review Certificate no. 2876/2023

UDIN: F009353E000419983

Place: Ernakulam
Date: 30th May, 2023

Annexure B

(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)	Regulations /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.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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

Sl. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulations /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.	Regulation 18[2](a) of Securities and exchange Board of India listing Obligations and Disclosure Requirements) Regulations 2015	Regulation 18[2](a) of Securities and exchange Board of India listing Obligations and Disclosure Requirements) Regulations 2015	The gap between two audit committee meetings should not exceed 120 days.	NIL	NIL	The gap between two audit committee meetings should not exceed 120 days. On inspection it is found that the gap between AUD/05/2020-21 held on 11th, February, 2021 and AUD/01/2021-22 held on 28 June 2022 was 136 days.	NIL	Management is advised to ensure compliance of SEBI LODR provisions in future.	Because of Covid related reasons, Audit committee meeting was postponed from the scheduled date.	NIL

