



# RIDDHI CORPORATE SERVICES LIMITED

ISO 9001:2015, 27001:2013 & CMMI Level 3 Certified Company

CIN : L74140GJ2010PLC62548

**Date: 30<sup>st</sup> May, 2024**

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

**Scrip Code: - 540590**

**Reference: SEBI Circular No. CIR/CFD/CMD1/27 /2019 dated February 8, 2019 read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Subject: - Annual Secretarial Compliance Report for the Financial Year ended March, 2024**

With reference to above captioned subject, we would like to submit herewith Annual Secretarial Compliance Report of the Company for financial year ended March 31, 2024, issued by Amrish Gandhi & Associates., Practicing Company Secretaries.

This is for your information and record.

Thanking You,  
From Riddhi Corporate Services Limited

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**MUSTAFA M SIBATRA**  
**Company Secretary & Compliance Officer**



## SECRETARIAL COMPLIANCE REPORT OF RIDDHI CORPORATE SERVICES LIMITED FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024

I have examined:

- (a) All the documents and records made available to us and explanation provided by Riddhi Corporate Services 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 Report.

For the financial year ended 31<sup>st</sup> March, 2024 ("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 - **Not Applicable during the review period;**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not Applicable during the review period;**

- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- **Not Applicable during the review period;**
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) The provisions of the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- i) Other regulations as applicable and circulars/ guidelines issued thereunder; and based on the above examination, I hereby report that, during the Review Period:-

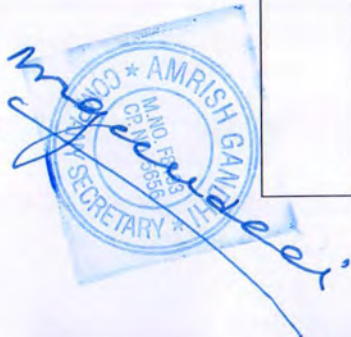
(a) (\*\*) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder,;

S.No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action Advisory/ Clarification/ Fine/ Show Cause Notice/ Warnings, etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
Not Applicable										




(b) The listed entity was required to take any action with regard to compliance with the observations made in previous reports and the same is provided as below;

S.No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action Advisory/Clarification/ Fine/ Show Cause Notice/ Warnings, etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Company was required to make an application for In-principal approval to the Bombay Stock Exchange (BSE) on the 27 <sup>th</sup> September, 2022 for Preferential Issue of Equity Shares and Share Warrants.	160(f) of SEBI (ICDR) (Amendment) Regulation 2022	Company has made delay of 31 Days and 34 Days for filing the documents for In-principal approval of Bombay Stock Exchange for Preferential Issue of Equity Shares and Share Warrants.	SEBI	Company has received notice from SEBI in relation to the Adjudication Application filed with the Bombay Stock Exchange for violation of Regulation 160(f) of SEBI (ICDR) (Amendment) Regulations, 2022	Delay in submission of documents for In-principal approval of Bombay Stock Exchange for Notice Sent to the Members of the company on 27 <sup>th</sup> September, 2022 Preferential Issue of Equity Shares and Share Warrants.	As Per Section 15A of SEBI Act, If any person who is required under this Act or any rules or regulation made thereunder; (b) to file any return or furnish any information, books or other documents within the time specified therefor in the	Company has made delay of 31 Days and 34 Days for filing the documents for In-principal approval of Bombay Stock Exchange for Preferential Issue of Equity Shares and Share Warrants.	Company had filed an application with BSE for Condonation of delay in filing applications for in-principal approval for our proposed preferential issues.	Application for Condonation of Delay in filing the required documents was filed with the Bombay Stock Exchange for adjudication of violation and order dated 23 <sup>rd</sup> August, 2023 for making payment of penalty amount of Rs. 2,00,000/-



						<p>regulation s, fails to file return or furnish the same within the time specified therefore in the regulation s, he shall be liable to a penalty of One lakh rupees for each day during which such failure continues or one rupees, whichever is less .</p> <p>However the applicatio n for adjudicati on is pending with the SEBI and Decision on the same is still awaited by the company.</p>			<p>(Rupees Two Lakhs Only) was received from SEBI and the same has been paid by the company on 1<sup>st</sup> September , 2023</p>
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*M. G. Gadekar*  




6.	<b>Preservation of Documents:</b> 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	No observation
7.	<b>Performance Evaluation :</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	No observation
8.	<b>Related Party Transactions:</b> <b>(a)</b> The listed entity has obtained prior approval of Audit Committee for all Related party transactions  <b>(b)</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	The listed entity asserts that it has obtained prior approval from the Audit Committee for all related party transactions.
9.	<b>Disclosure of events or information:</b> 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	No observation
10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	No observation
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No actions 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	Yes	Refer table I. (a) Above on Page No. 3 & 4
12.	<b>Additional Non-compliances, if any:</b> No any additional non-compliance observed for all SEBI regulation / circular / guidance note etc.	Yes	No observation



**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.

**Place: Ahmedabad**  
**Date: 30-05-2024**

**FOR, AMRISH GANDHI & ASSOCIATES**  
**Practicing Company Secretaries**

*Amrisha Gandhi*



**CS AMRISH N. GANDHI**  
**FCS-8193 | C.P.NO.5656**  
**ICSI Unique Code I2003GJ391700**  
**Peer Review Cert. No. : 586/2019**  
**UDIN number: F008193F000503039**