



**Usha Martin Education & Solutions Limited**

Godrej Waterside, Tower-2, 12th Floor,  
Office No.: 1206, Block-DP, Sector-V  
Salt Lake City, Kolkata 700091, India  
Tel : +91 33 6810 3700  
Website : www.umesl.co.in  
CIN -L31300WB1997PLC085210

**Dated: 23/06/2021**

To,  
The Secretary  
National Stock Exchange of India Ltd  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra ( East)  
Mumbai - 400 051

The Secretary  
Bombay Stock Exchange Limited  
Floor 25, Phirozejeebhoy Towers,  
Dalal Street  
Mumbai - 400 001

Dear Sir,

**Re: Annual secretarial Compliance Report for the Year ended 31<sup>st</sup> March, 2021 under Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 24A of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we enclose herewith copy of Annual Secretarial Compliance Report dated 23rd June, 2021 issued by Mr. Prateek Kohli of M/s. Prateek Kohli & Associates, Practicing Company Secretaries, for the year ended 31st March, 2021.

Kindly take the same on record

Thanking you,

Yours truly,

**For Usha Martin Education & Solutions Limited**

**Rituparna Das**  
Company Secretary



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**Secretarial Compliance Report of Usha Martin Education & Solutions Limited for the year ended 31<sup>st</sup> March 2021**

**To,  
The Members  
Usha Martin Education & Solutions Limited**

1. We Prateek Kohli & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by **Usha Martin Education & Solutions Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges, in connection to 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 31<sup>st</sup> March, 2021 ("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");

2. 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, as amended from time to time, to the extent as applicable;
- (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 to the Company during the period under**

**review**

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations,2014; -  
**Not applicable to the Company during the period under review**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008; -**Not applicable to the Company during the period under review**

(g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares)Regulations, 2013; -**Not applicable to the Company during the period under review**

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

(i) 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 insofar as it appears from our examination of those records.
- (c) No actions were 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 insofar as it appears from our examination of those records.
- (d) The reporting's of actions by the listed entity to comply with the observations made in the previous report does not arise during the Review Period.

**Place: Kolkata**

**Date: 23.06.2021**

**UDIN: A040967C000502868**



**For Prateek Kohli & Associates**

*Company Secretaries*

A handwritten signature in black ink, appearing to read "Prateek Kohli".

*Prateek Kohli*

*Partner*

*C.P. No.: 16457*