

ADD-SHOP E-RETAIL LIMITED
(FORMERLY KNOWN AS ADD-SHOP PROMOTIONS LIMITED)
CIN: L51109GJ2013PLC076482

Registered office: B-304, Imperial Heights, 150 Ft. Ring Road, Rajkot – 360 005, Gujarat (INDIA)
Tel. No.: 0281-2580 399

Date: 27.05.2022

To,
Dept. of Corporate Services
BSE Limited
P. J. Tower,
Dalal Street, Fort,
Mumbai-400001

Dear Sir/Madam,

BSE Scrip Code: 541865

Sub: Annual Secretarial Compliance Report.

We refer to SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019, with regard to filing of Annual Secretarial Compliance Report.

Accordingly, we enclose herewith Annual Secretarial Compliance Report of the Company certified by Mr. Gaurang Shah, Practicing Company Secretaries for the financial year ended March 31, 2022.

Please take note of the same on your records.

Thanking you,

Yours faithfully,

For, Add-Shop E-Retail Limited

(Formally Known as Add-Shop Promotions Limited)



Dineshbhai B. Pandya
Managing Director
DIN: 06647303





Secretarial compliance report of ADD-SHOP E-RETAIL LIMITED for the year ended 31st March,2022

I Gaurang R Shah (Company Secretary) have examined:

- a) all the documents and records made available to us and explanation provided by **ADD-SHOP E-RETAIL 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, 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 (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 audit period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable during the audit period)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable during the audit period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable during the audit period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) circulars / guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:





G R SHAH & ASSOCIATES

(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 295(1) of SEBI ICDR regulation | The company has delayed the bonus issue for 17 days. The due date for compliance was 17/01/2022 but the company made compliance on 03/02/2022 | The Company has failed to comply with the Regulation 295(1) of SEBI ICDR regulations |

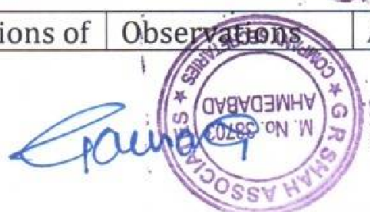
(b)The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my/our examination of those records.

(c)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. | SEBI | SEBI imposed a penalty dated 02/02/2022 with regards to violation of SEBI ICDR regulation 295(1) for 17 days delay in bonus issue | Fine of Rs. 3,40,000/- + Applicable taxes has been Imposed by SEBI | The company has paid the applicable fines on time to the SEBI |

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

| Sr. No | Observations of | Observations | Actions taken | Comments of |
|--------|-----------------|--------------|---------------|-------------|
|--------|-----------------|--------------|---------------|-------------|





GR SHAH & ASSOCIATES

| | the Practicing Company Secretary in the previous reports | made in the secretarial compliance report for the year ended...(The years are to be mentioned) | by the listed entity, if any | the Practicing Company Secretary on the actions taken by the listed entity |
|-----|--|--|------------------------------|--|
| NIL | | | | |

Place: Ahmedabad
Date: 24/05/2022

FOR, GR SHAH & ASSOCIATES
Company Secretaries
Gaurang Shah
Proprietor

C.O.P. No. 14446
ACS No. 38703
UDIN: A038703D000375963

