

June 02, 2023

To,  
The Manager,  
DCS - CRD BSE Limited  
Dals Street  
Mumbai 400 001  
Scrip Code: 501700 - ISIN: INE1311101028

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

Dear Sir,

With reference to the captioned subject and pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; we are submitting herewith the Annual Secretarial Compliance Report for the year ended March 31, 2023 obtained from M/s. Ronak Jhuthawat & Co., Practicing Company Secretaries.

Kindly take the same on your records and acknowledge the receipt of the same.

Thanking you.

Yours faithfully,

For IndiaNivesh Limited

  
Mr. Rajesh Nuwal  
Managing Director  
DIN: 00009660





**SECRETARIAL COMPLIANCE REPORT OF  
INDIANIVESH LIMITED  
(For the year ended 31.03.2023)**

To,  
The Board of Directors,  
INDIANIVESH LIMITED  
1703, 17th Floor, Lodha Supremus Senapati Bapat Marg,  
Lower Parel Mumbai-400013

**I M/s Ronak Jhuthawat & Co. have examined:**

- A. all the documents and records made available to us and explanation provided by **INDIANIVESH LIMITED** (earlier known as Sneh Shares & Securities Pvt Ltd) (CIN: L99500MH1931PLC001493) ("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 31.03.2023 ("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 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) Securities and Exchange Board of India (Registrars to an Issue and share transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with Client; **Not applicable during the financial year**



under review;

Based on the above examination, I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

| Sr. No. | Particulars   | Compliance Status (Yes/No/NA) | Observations/ Remarks by PCS                      |
|---------|---|-------------------------------|---|
| 1       | <p><b><u>Secretarial Standards:</u></b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)</p>  | YES                           |   |
| 2       | <p><b><u>Adoption and timely updation of the Policies:</u></b></p> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI</li> </ul>  | YES                           |   |
| 3       | <p><b><u>Maintenance and disclosures on Website:</u></b></p> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/ information under a separate section on the website</li> <li>• 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</li> </ul> | YES<br><br>YES<br><br>YES     |   |
| 4       | <p><b><u>Disqualification of Director:</u></b></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>   | YES                           |   |
| 5       | <p><b><u>To examine details related to Subsidiaries of listed entities:</u></b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>   | YES<br><br>YES                | IndiaNivesh Shares and Securities Private Limited |



|    |   |               |   |
|----|---|---------------|---|
| 6  | <b><u>Preservation of Documents:</u></b><br><br>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           |   |
| 7  | <b><u>Performance Evaluation:</u></b><br><br>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           |   |
| 8  | <b><u>Related Party Transactions:</u></b><br><br>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions<br><br>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee | YES<br><br>NA |   |
| 9  | <b><u>Disclosure of events or information:</u></b><br><br>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           |   |
| 10 | <b><u>Prohibition of Insider Trading:</u></b><br><br>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015   | YES           |   |
| 11 | <b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b><br><br>No Actions 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           | No action has been taken by SEBI or Stock Exchange. |
| 12 | <b><u>Additional Non-compliances, if any:</u></b><br><br>No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.  | NA            |   |

I further report that –

- The Company has complied with the requirements of Structural Digital Data Base in terms of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 including various Circulars issued by SEBI thereunder and Circular(s) issued by BSE Limited dated March 16, 2023.
- There were no instance of resignation of statutory auditor from the listed entity and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.

#### “Annexure-A”

The company has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: –

| Compliance Requirement (Regulations/Circulars/ guidelines including specific clause) | Regulation/ Circular No. | Deviations | Action taken by | Type of Action (Advisory/Clarification/Fin e/Show Cause Notice/ Warning, etc.) | Details of Violation | Fine Amount | Observations / Remarks of the Practicing Company) | Management Response |
|--|--------------------------|------------|-----------------|--|----------------------|-------------|---|---------------------|
|  |                          |            |                 |  |                      |             |   |                     |

#### “Annexure-B”

The company has taken the following actions to comply with the observations made in previous reports:

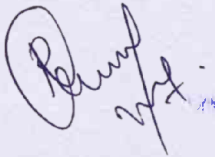
| Compliance Requirement (Regulations/Circulars/ guidelines including specific clause) | Regulation/ Circular No. | Deviations | Action taken by | Type of Action (Advisory/Clarification/Fin e/Show Cause Notice/ Warning, etc.) | Details of Violation | Fine Amount | Observations / Remarks of the Practicing Company) | Management Response |
|--|--------------------------|------------|-----------------|--|----------------------|-------------|---|---------------------|
| Not Any  | N.A.                     | Not Any    | Not Any         | Not Any  | Not Any              | NIL         | Not Any   | Not Any             |

#### 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 Ronak Jhuthawat & Co.  
(Practicing Company Secretaries)**



**Ronak Jhuthawat  
Proprietor  
FCS: 9738, CP: 12094  
Peer Review: 1270/2021  
UDIN- F009738E000432041**

**Place: Udaipur  
Date: 30.05.2023**