

**UDAYSHIVAKUMAR INFRA LIMITED**  
(Formerly known as UDAYSHIVAKUMAR INFRA PRIVATE LIMITED)  
**Registered office: 1924A/196, Banashankari Badavane,  
Near Nh-4 Bypass Davangere Karnataka India- 577005**



CIN: U45309KA2019PLC130901  
Website: www.uskinfra.com

Email Id: cs@uskinfra.com  
Telephone No: +918192297009

Date: 30.05.2023

To, BSE LTD Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street, Mumbai- 400001 BSE SCRIP CODE: 543861	To, National Stock Exchange of India Ltd Exchange Plaza, Bandra- Kurla Complex, Sandra (E), Mumbai – 400051 NSE EQUITY SYMBOL: USK
--	---

ISIN: INE0N0Y01013

Dear Sir,

**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. Roshan R Raikar, Practicing Company Secretary for the financial year ended March 31, 2023.

The above said report will also be uploaded on Company's website.

Thanking you,

Yours faithfully,  
For **Udayshivakumar Infra Limited**

**Bharti Ramchandani**  
**Company Secretary**  
**ACS 11651**  
**Ph: 8884990800**



---

**Secretarial Compliance Report of UDAYSHIVAKUMAR INFRA LIMITED for the financial year ended 31/03/2023**

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **UDAYSHIVAKUMAR INFRA LIMITED** (hereinafter referred as 'the listed entity'), having its Registered Office at **1924A/196, BANASHANKARI BADAVANE, NEAR NH-4 BYPASS DAVANGERE KARNATAKA 577005 INDIA**, Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on 31<sup>st</sup> March 2023 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I, Roshan R Raikar have examined:

(a) All the documents and records made available to me and explanation provided by **UDAYSHIVAKUMAR INFRA LIMITED** ("the listed entity"),

(b) The filings/ submissions made by the listed entity to the stock exchanges - Not applicable as company was listed on 03<sup>rd</sup> April, 2023,

(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 2023 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 - Not applicable as company was listed on 03<sup>rd</sup> April, 2023; 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") - Not applicable as company was listed on 03<sup>rd</sup> April, 2023;

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 - Not applicable as company was listed on 03<sup>rd</sup> April, 2023;



- (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 – Not applicable ;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not applicable ;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – Not applicable;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021– Not applicable;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 – Not applicable as company was listed on 03<sup>rd</sup> April, 2023;
- (h) (other regulations as applicable)

and circulars/ guidelines issued thereunder;

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

- I. (a) UDAYSHIVAKUMAR INFRA LIMITED The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below – Not applicable:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clauses)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
---------	--	---------------------------	------------	-----------------	----------------	----------------------	-------------	---	---------------------	---------



e)										
					Advisory / Clarification/ Fine /Show Cause Notice/ Warning, etc.					

(b) The listed entity has taken the following actions to comply with the observations made in previous reports – Not applicable:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory / Clarification/ Fine /Show Cause Notice					



					ce/ War ning , etc.					
--	--	--	--	--	------------------------------	--	--	--	--	--

II. Compliances related to resignation of statutory auditors from listed entities as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019 : – Not applicable as company was listed on 03<sup>rd</sup> April, 2023,

III. 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.	<b>Secretarial Standards:</b>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	YES	
2.	<b>Adoption and timely updation of the Policies:</b> <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 have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li></ul>	YES  YES	Company was listed on 03 <sup>rd</sup> April, 2023 but certain policies were already in place
3.	<b>Maintenance and disclosures on Website:</b>  The Listed entity is maintaining a functional website <ul style="list-style-type: none"><li>Timely dissemination of the documents/ information under a separate section on the website</li><li>Web-links provided in annual corporate governance reports</li></ul>	YES  NA	Not applicable as company was listed on 03 <sup>rd</sup> April, 2023 but company had website



	under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website		during period under review
4.	<b>Disqualification of Director:</b>  None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	<b>YES</b>	
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b>  (a) Identification of material subsidiary companies  (b) Disclosure requirement of material as well as other subsidiaries	<b>NA</b>	<b>The Company does not have any subsidiary companies.</b>
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.	<b>NA</b>	Not applicable as company was listed on 03 <sup>rd</sup> April, 2023
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/during the financial year as prescribed in SEBI Regulations.	<b>NA</b>	Not applicable as company was listed on 03 <sup>rd</sup> April, 2023
8.	<b>Related Party Transactions:</b>  (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or  (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit	<b>YES</b>  <b>YES</b>	



	Committee, in case no prior approval has been obtained.		
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.	NA	Not applicable as company was listed on 03 <sup>rd</sup> April, 2023
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.	NA	Not applicable as company was listed on 03 <sup>rd</sup> April, 2023
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been taken against the listed entity/ its promoters/ directors/ 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 except as provided under separate paragraph herein.	NA	
12.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	

**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. My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I 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:** Belgaum

  
Signature



**Date:** 30/05/2023

Name of the Practicing Company Secretary:  
Roshan R Raikar  
FCS No.: 10814      CP No. : 12146  
UDIN: **F010814E000427571**  
PR No. : 3275/2023