

MPL/HYD/SE/0003/2020-21

Date: 28-06-2021

To

The Stock Exchange Mumbai (BSE) Corporate Relationship Dept., 1st Floor, New Trading Ring, Rotunda Building, PJ Towers, Dalal Street, Fort, Mumbai -400 001.	The National Stock Exchange (NSE) of India Limited, 5th Floor, Exchange Plaza, Bandra (East), Mumbai- 400 051.
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Dear Sir (s),

**Sub.: Submission of Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2021 – Reg.**

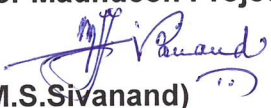
**Ref.: BSE Scrip Code: 531497, NSE Scrip Code: MADHUCON.**

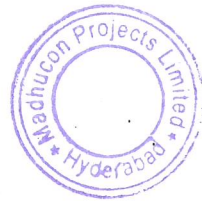
Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with **SEBI Circular No. CIR/CFD/CMD1/27/2019** dated 8<sup>th</sup> February 2019, we herewith enclosed the Annual Secretarial Compliance Report of the Company for year ended 31<sup>st</sup> March, 2021 issued by our Secretarial Auditor i.e., **M/s Venkata Krishna & Associates, Company Secretaries, Hyderabad.**

This is for your information and record.

Thanking You

**Yours faithfully  
For Madhucon Projects Limited**

  
**(M.S.Sivanand)**  
**Company Secretary & Compliance Officer**  
**FCS: 10822**



Encl: As above.



**ANNUAL SECRETARIAL COMPLIANCE REPORT**

**Secretarial compliance report of MADHUCON PROJECTS LIMITED for the year ended 31.03.2021**

We, Venkata Krishna & Associates have examined:

- (a) All the documents and records made available to us and explanation provided by MADHUCON PROJECTS 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 31.03.2021 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 there under; 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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Other regulations as applicable.

and circulars/ guidelines issued there under, 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 there under, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ guidelines including specific clause)	Whether any Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 17 (1)	For the Quarter Ended 30 <sup>th</sup> September, 2020 there is a Non-compliance with Listing Regulation 17(1)	No Proper composition of Board of Directors For a period of 29 days.
2.	Regulation 33	For the Quarter Ended 31.03.2020 there is a Non-compliance with Listing Regulation 33	Non Submission of Financial Results within the Period as Per Regulation 33  Reply on 21 <sup>st</sup> August, 2020 Request for Wavier of fines and Explanation for Delay of Submission of Financial Results for the Quarter ended 31.03.2020.
3.	Regulation 17	For the Quarter Ended	No Proper composition of



		30 <sup>th</sup> September,2020 there is a Non-compliance with Listing Regulation17	Board of Directors For a period of 91 days.  Reply on 21 <sup>st</sup> August,2020 Request for Wavier of fines and Clarification on Submission of Corporate Governance report as on 30.06.2020.
4	Regulation 17	For the Quarter Ended 30 <sup>th</sup> June,2020 there is a Non-compliance with Listing Regulation17	Reminder before freezing of promoters holdings for non-compliance with SEBI(Listing Regulations) 2015.  Reply on 04/12/2020 Request for Wavier of fines
5	Regulation 23(9)	For the Quarter Ended 30 <sup>th</sup> September,2020 there is a Non-compliance with Listing Regulation 23(9) Disclosure and Uploading the details of the related party transactions	Reply on 20/01/2021 Request for Wavier of fines  On 20/05/2021 Relevant Authority of the Exchange and your request for waiver of fine was considered favorably.
6	Regulation 34	Disclosures not included in the Annual Report Submitted by the Company	Reply on 28/11/2020 Circulated to All share holders through Email

- 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 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 there under.

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.	National Stock Exchange of India	Non-compliance Of Listing Regulation17(1) For the Quarter Ended 30 <sup>th</sup> September,2020	NSE imposing penalty of an amount of Rs.1,71,100(Inclusive of 18.00%GST)	Paid on 27/11/2020
2	National Stock Exchange of India	For the Quarter Ended 31.03.2020 there is a Non-compliance with Listing Regulation 33	NSE imposing penalty of an amount of Rs.94,400(Inclusive of 18.00%GST)	Non Submission of Financial Results within the Period as Per Regulation 33  Reply on 21 <sup>st</sup> August,2020 Request for Wavier of fines and Explanation for Delay of Submission of Financial Results for the Quarter ended 31.03.2020.
3	National Stock Exchange of India	For the Quarter Ended 30.06.2020 there is a Non-compliance with Listing Regulation17	NSE imposing penalty of an amount of Rs.5,36,900(Inclusive of 18.00%GST)	No Proper composition of Board of Directors For a period of 91 days.  Reply on 21 <sup>st</sup> August,2020 Request for Wavier of fines and Clarification on



				Submission of Corporate Governance report as on 30.06.2020.
4	National Stock Exchange of India	For the Quarter Ended 30 <sup>th</sup> June,2020 there is a Non-compliance with Listing Regulation 17	Reminder before freezing of Promoters Holdings for Non-compliance with SEBI(Listing Obligations and Disclosure requirement)Regulations,2015	Reply on 04/12/2020 Request for Wavier of fines
5	National Stock Exchange of India	For the Quarter Ended 30 <sup>th</sup> September,2020 there is a Non-compliance with Listing Regulation 23(9) Disclosure and Uploading the details of the related party transactions	NSE imposing penalty of an amount of Rs.2,06,500(Inclusive of 18.00%GST )	Reply on 20/01/2021 Request for Wavier of fines  On 20/05/2021 Relevant Authority of the Exchange and your request for waiver of fine was considered favorably.
6	National Stock Exchange of India	Disclosures not included in the Annual Report Submitted by the Company Non-compliance with Listing Regulation 34	warning letter Dated 20/11/2020  For Compliance of Regulation 34	Reply on 28/11/2020 Circulated to All share holders through Email

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

Sr.No	Observations of the Practicing Company Secretary in the previous	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity



	reports			
NIL	NIL	NIL	NIL	NIL

**For Venkata Krishna & Associates  
Company Secretaries**



*V. Krishna*  
**Venkata Krishna Reddy S**  
Proprietor  
A053083C000502114  
(M.no:53083,CP.No:19542)

Date: 23.06.2021  
Place:Hyderabad.