

The National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot No..C/1, G Block Bandra Kurla Complex Bandra(E) Mumbai – 400 051. Code: EIHOTEL	BSE Limited Corporate Relationship Dept. 1 st Floor,New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street,Fort Mumbai-400001 Code:500840	The Calcutta Stock Exchange Limited 7,Lyons Range Kolkata-700001 Code:05
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Sub: Annual Secretarial Compliance Report for the Financial Year ended 31st March 2020

Sir / Madam,

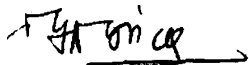
Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27 /2019 dated February 8, 2019, we are forwarding herewith Annual Secretarial Compliance Report of the Company for the Financial Year ended 31st March 2020, issued by M/s. JUS & Associates, Practicing Company Secretary.

Kindly take the same on record and display the same on the website of the Stock Exchange.

Thank you,

Yours faithfully

For ElH Limited



S.N. Sridhar
Company Secretary

Jus & Associates

Company Secretaries

SECRETARIAL COMPLIANCE REPORT

For the year ended March 31, 2020

[Pursuant to Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 issued by Securities and Exchange Board of India]

To
The Members,
EIH Limited
4, Mangoe Lane,
Kolkata- 700001

We have examined:

- all the documents and records made available to us and explanations provided by **EIH Limited** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended March 31, 2020 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") as amended from time to time and the Regulations, circulars, guidelines issued there under; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA") as amended from time to time rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time.
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time. These regulations are not applicable to the Company during the Review Period year since the Company has not raised any money from the public and hence, these regulations have not been considered for the purpose of this report.
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time.



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Company Secretaries

- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended from time to time. These regulations are not applicable to the Company during the Review Period since the Company has not bought back any of its securities and hence, these regulations have not been considered for the purpose of this report.
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as amended from time to time. These regulations are not applicable to the Company during the Review Period since the Company does not have any such scheme in operation and hence, these regulations have not been considered for the purpose of this report.
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 as amended from time to time. These regulations are not applicable to the Company during the Review Period since the Company has not raised any money through debt securities from the public and hence, these regulations have not been considered for the purpose of this report.
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 as amended from time to time. These regulations are not applicable to the Company during the Review Period since the Company has not raised any money through issue of Non-Convertible and Redeemable Preference Shares and hence, these regulations have not been considered for the purpose of this report.
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, read with circular on Reporting of code of conduct violation.
- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 as amended from time to time.

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/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 17 of Listing Regulations- Composition of the Board	Delay in the appointment of an Independent Director (consequent	The appointment, which was subject to prior approval of DGCA, could not be made within the stipulated time period of three months due to delay in receipt of approval.



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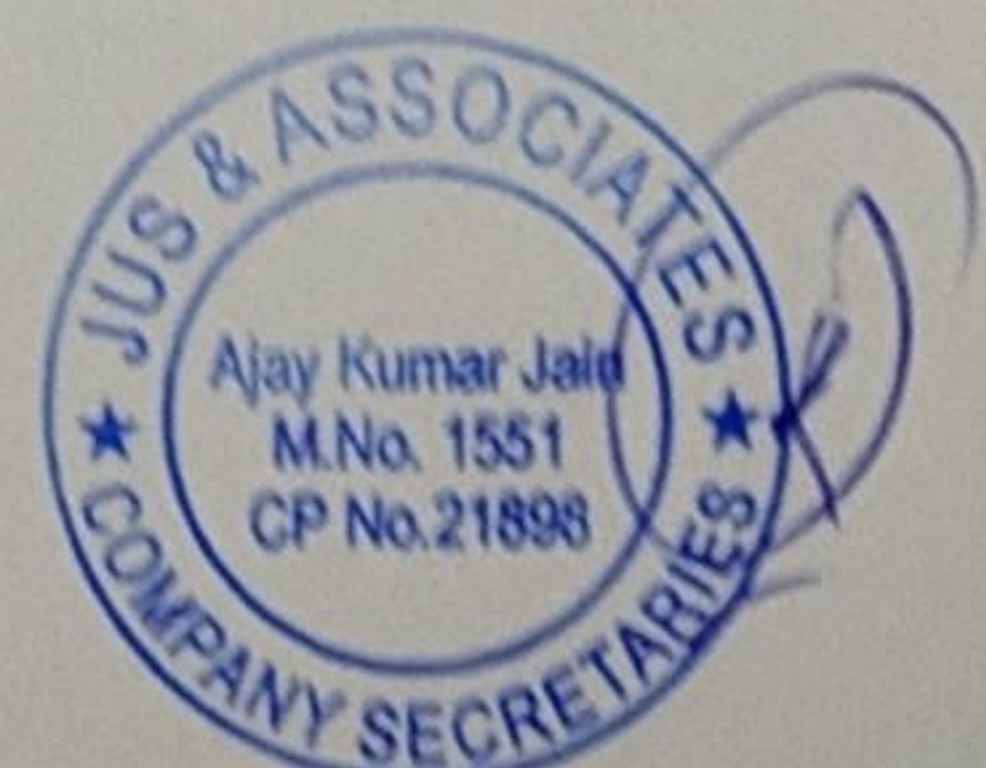
Company Secretaries

to
resignation
of an existing
Independent
Director)

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from 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 Limited	Delay in compliance regarding composition of the Board of Directors	Fine of Rs. 10,000 (plus GST) imposed for quarter ended June 30, 2019 and later waived off vide letter dated February 05, 2020 No fine was imposed for the quarter ended September 30, 2019	Fine was imposed by Stock Exchanges as per SEBI Circular dated May 03, 2018. However, the Company is covered by the Carve Out Policy issued by the Stock Exchanges for waiver of such fines.
2	Bombay Stock Exchange Limited		Fine of Rs. 10,000 (plus GST) imposed for quarter ended June 30, 2019 and Rs. 2,85,000 (plus GST) for quarter ended September 30, 2019; waiver awaited	Pursuant to representations by the Company, NSE has since waived off the fine. As per communication between the Company and BSE, the case will be presented in the next waiver committee meeting of BSE. According to the Company, BSE is expected to follow suit.

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

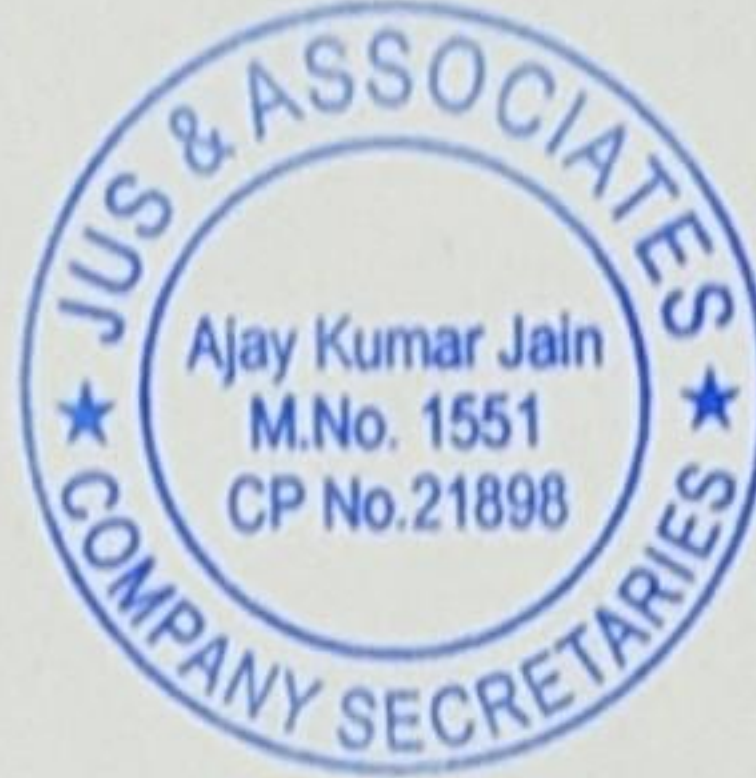
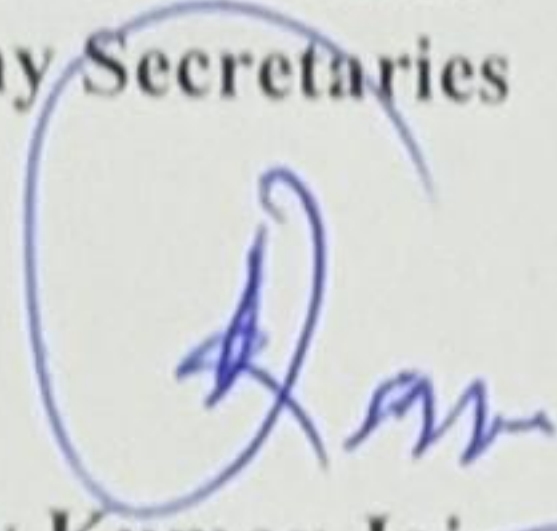


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Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended...	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on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

For Jus & Associates
Company Secretaries



Dr. Ajay Kumar Jain

Proprietor

Membership Number: FCS – 1551

Certificate of Practice Number: 21898

Firm Registration Number: P2010DE695800

Date: June 9, 2020

Place: New Delhi

UDIN: F001551B000330088