



Date: 31.05.2022

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street, Fort,
Mumbai-400001

Scrip Code: 504028

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2022
Reference: SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 and Regulation 24A of SEBI (LODR) Regulations, 2015

Respected Sir/Madam,

With reference to SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 and Regulation 24A of SEBI (LODR) Regulations, 2015, please find enclosed herewith Annual Secretarial Compliance Report of GEE Limited, duly signed by Mr. Deep Shukla, Proprietor of M/s Deep Shukla & Associates, Practicing Company Secretary for the financial year ended March 31, 2022.

Please take the above on records and oblige.

For **GEE LIMITED**

**Payal
Agarwal**

Digitally signed by Payal Agarwal
DN: c=IN, st=Maharashtra,
2.5.4.20=d6f2467b390dca4109277cc4dc6437845aff80769
0686c115cdekda891775, postalCode=400607,
street=14D/ A wing, Regency park, G. A Marg, Pokharan
Road No 2, Thane West, Thane, Sandozbaugh, Thane, Thane,
serialNumber=19440732328a8f691e2ad58c9b39509a93fe
a871f5a8b14998e469286115d0, o=Personal, cn=Payal
Agarwal, title=8533,
pseudonym=f2ac6901606522c499c8c80dd6dbf587
Date: 2022.05.31 15:53:53 +05'30'

Payal Agarwal
Whole Time Director & CFO
DIN: 07198236

GEE Limited
REGISTERED OFFICE
Plot No. E-1, Road No.7,
Wagle Industrial Estate,
Thane 400 604, Maharashtra, India
P: +91-02225820619 | F: +91 22 2582 8938
W: www.geelimited.com
CIN: L99999MH1960PLC011879

KALYAN PLANT
Plot No. B-12 MIDC,
Kalyan Bhiwandi Road,
Saravli, Kalyan 421311, Thane,
Maharashtra, India
P: +91 25 2228 0358/281176/90
F: +91 25 2228 1199
E: geeho@geelimited.com



ARTI KABRA

PRACTICING COMPANY SECRETARY

Add: Prathamesh Tower Borivali West, Mumbai - 400091

Email: artikabra0802@gmail.com Phone 9920867495

SECRETARIAL COMPLIANCE REPORT

[Pursuant to Regulation 24A of the 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 08, 2019]

We, Deep Shukla & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by **Gee Limited [CIN: L99999MH1960PLC011879]** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) other relevant document(s)/ filing, which has been relied upon to make this certification,

for the year ended March 31, 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, are: -

- (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(*to the extent applicable*);
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;**[Not applicable during the review period]**
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **[Not applicable during the review period]**
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities)Regulations, 2008; **[Not applicable during the review period]**
- (h) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; **[Not applicable during the review period]**
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015(*to the extent applicable*);
- (j)The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, as amended;
- (k)The Securities and Exchange Board of India (Intermediaries) Regulations, 2008; **[Not applicable during the review period]**
- (l)Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018, and circulars/guidelines issued thereunder;

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 thereunder *except some of the regulation(s) of SEBI (LODR), 2015;*



SR. NO	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 17(1)	Non-compliance with respect to Board composition	Non-appointment of required Non-Executive Directors on the Board. However, the same is complied with as on the date of issue of the report
2.	Regulation 46(2)	The Company has not hosted the required compliances on the website of the Company for the F.Y. 2021-22	As explained by the management they are in- process to update the same
3.	Regulation 6	Non-appointment of Company Secretary as a Compliance Officer of the Company for the period 1st April, 2022 to 30th April, 2022	The same is complied with as on the date of issue of the report
4.	Regulation 30	Non-intimation of resignation of Statutory Auditor and appointment of Company Secretary within the time limit	The same is complied with as on the date of issue of the report



- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far 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 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.	BSE	The Company has received e-mail from BSE on 7th Sept, 2021 for freezing of demat account on account of violation of Reg. 17(1) of SEBI (LODR), 2015 for quarter ended June, 2021	Fines was imposed of Rs. 29,500/-	As informed by the management that they have made the payment of fine as imposed by BSE on 8 th Sept., 2021

- (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 reports	Observations made in the secretarial compliance report for the year ended 31 st March, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Non-compliance with respect to Board composition	Non-compliance with respect to Board composition	The company has complied the same post June 2021 and also paid the penalty imposed by BSE for the quarter ended June 2021	The same is complied with as on the date of issue of the report



Arti Kabra

Place: Mumbai
Date: 31.05.2022

Arti Kabra
{Proprietor}
FCS: 30790
CP NO. 15569
UDIN: A030790D000442234