



JAY USHIN LIMITED
(A Joint Venture With USHIN LTD. JAPAN)

G.P. 14, HSIIDC INDL. ESTATE,
SECTOR-18, GURGAON - 122 001
HARYANA (INDIA)

Phone : 0124-4623400
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Website : www.jpjgroup.co.in
CIN : L52110DL1986PLC025118

Script Code: 513252

May 28, 2022

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001

Subject: Annual Secretarial Compliance Report for the year ended March 31, 2022

Dear Sir,

Pursuant to Regulation 24A of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1//27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial compliance report for the year ended March 31, 2022.

This is for your information and record.

Thanking You

Yours Faithfully
For Jay Ushin Limited

Jyoti Kataria

Jyoti Kataria
Company Secretary
M.No. 55376



R S M & Co.
COMPANY SECRETARIES

2E/207, | 2ND FLOOR | CAXTON HOUSE
JHANDEWALAN EXTENSION | NEW DELHI 110 055
Tel +91 11 23623813, +91 11 43709121,
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ICSI Unique Code: P1997DE017000

To,

The Board of Directors
JAY USHIN LIMITED
CIN L52110DL1986PLC025118
G.1-48G T KARNAL ROAD INDUSTRIAL AREA DELHI -110033

Sir/Madam,

Annual Secretarial Compliance Report for the Financial Year 2021-22

We have been engaged by JAY USHIN LIMITED (herein after referred to as "the Company") bearing CIN L52110DL1986PLC025118 whose equity shares are listed on the BSE Limited (Security Code **513252**) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's circular No CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.


Our responsibility is to verify compliance by the company with provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examination and verification as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

For RSM & Co.
Company Secretaries




CS RAVI SHARMA
Partner
FCS: 4468 | COP No.: 3666
UDIN: F004468D000393637
Peer Review Number: 978/2020

Date : May 26, 2022
Place : Delhi

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF JAY USHIN LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2022**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Board of Directors
JAY USHIN LIMITED
G.1-48G T KARNAL ROAD INDUSTRIAL AREA DELHI -110033

We M/s RSM & Co. Company Secretaries have examined:-

- (a) All the documents and records made available to me and explanation provided by JAY USHIN LIMITED ("the listed entity")
- (b) The filings/submissions made by the listed entity to the BSE Limited ("BSE").
- (c) Website of the listed entity jpmgroup.co.in
- (d) Any other documents/filing, as may be relevant, which has been relied upon to make this certification, for the year ended on 31st March, 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, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018 (**Not applicable to the Company during the Review Period**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 to the extent applicable;
- (d) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (**Not applicable to the Company during the Review Period**);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not applicable to the Company during the Review Period**);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Review Period**);
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Redeemable Preference Shares) Regulations, 2013 (**Not applicable to the Company during the Review Period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent applicable;



- (i) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not Applicable to the Company during the Audit Period);
- (j) The Depositories Act 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, to the extent applicable;
- (k) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations 1993 regarding the Companies Act and dealing with client to the extent to securities issued;
- (l) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulation, 2009 to the extent applicable.

and based on the above examination, I 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 in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ Circulars/ guidelines including specific clause)	Deviations	Observations/Remarks of the Practising Company Secretary
1.	The entire Promoter / Promoters Group shareholding to be in the dematerialized form pursuant to Regulation 31(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Part of the Promoter / Promoters Group shareholding is yet to be dematerialized.	The two members of the promoter/promoter group holdings 2958 equity shares of Rs. 10/- each fully paid-up in the Share Capital of the Company is yet to be dematerialized.

- (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 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 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 Practising Company Secretary, if any.
NONE				

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

Sr. No	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31st March, 2021	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
1.	Part of the promoters/promoter's group shareholding is yet to be dematerialized	Part of the Promoter / Promoters Group shareholding is yet to be dematerialized	The Company has approached the promoter(s) for Dematerialisation of shares.	The two members of the promoter/promoter group holdings 2958 equity shares of Rs. 10/- each fully paid-up in the Share Capital of the Company is yet to be dematerialized.



2.	The Company has not submitted the prior intimation of board meeting convened on September 15, 2020 for approval of unaudited financial accounts for the quarter ended June 30, 2020 within the timeline specified in the Regulation 29(2).	Delay in furnishing prior intimation of meeting of Board of Directors. The BSE has imposed a fine of Rs. 10,000/- plus @18% GST of Rs. 1800/- vide email dated October 14, 2020.	The Company has made representation to BSE for waiver of penalty.	The fine was waived by the BSE vide email dated September 6, 2021.
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- (e) The reporting of clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and its material subsidiaries" is not applicable during the Review Period.

For RSM & Co.
Company Secretaries



CS RAVI SHARMA

Partner

FCS: 4468 | COP No.: 3666

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Peer Review Number: 978/2020



Date : May 26, 2022

Place : Delhi