



THE GRAND BHAGWATI
HOTELS • BANQUETS • CONVENTIONS • CLUB

Date: 25.05.2022

To,

National Stock Exchange of India Limited
Corporate Communication
Exchange Plaza,
Bandra- Kurla Complex,
Bandra (East), Mumbai- 400054
NSE CODE: TGBHOTELS

Bombay Stock Exchange Limited
Corporate Service Department
Floor 25, P J Towers
Dalal Street
Mumbai- 400001
SCRIP ID: BSE- 532845

Sub: Annual Secretarial Compliance Report for the Year Ended 31st March, 2022

Dear Sir/Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed the Annual Secretarial Compliance Report for the financial year 2021-22 issued by Umesh Ved & Associates, Practicing Company Secretaries.

This will also be hosted on the Company's website, at www.tgbhotels.com

Kindly take the above information on record.

Thanking you,

Yours Faithfully,

For, TGB Banquets and Hotels Limited

Narendra G. Somani
Chairman & Managing Director
(DIN: 00054229)



Encl: as above

TGB BANQUETS AND HOTELS LIMITED

S. G. Road, Ahmedabad - 380054, Gujarat, India. Ph.: 079 26841000, Fax: 079 26840915

E-mail: info@tgbhotels.com Website: www.tgbhotels.com

CIN: L55100GJ1999PLC036830



UMESH VED & ASSOCIATES
Company Secretaries

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SECRETARIAL COMPLIANCE REPORT OF
TGB BANQUETS AND HOTELS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2022.

We, M/s Umesh Ved & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **TGB Banquets and Hotels Limited** (“the listed entity”) in electronic form using the Information Technology Tools during conduct of audit of the company,
- (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 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(not attracted during year under review)**
- (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; **(not attracted during year under review)**
Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(not attracted during year under review)**
- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(not attracted during year under review)**



- (f) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(not attracted during year under review)**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 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 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	Initial Disclosure by Large Entities pursuant to SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018 on Fund Raising by issuing of Debt Securities by Large Entities.	Disclosure regarding Non-Applicability of this circular for the year ended 31.03.2021.	We could not find the same in records of the Company.
2	Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.	Fees and other charges to be paid to the Recognised Stock Exchanges	There was delay in paying the Annual listing fees for the financial year 2021-22 to Bombay Stock Exchange and National Stock Exchange.

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder 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 fines, warning debarment, etc.	Observations/ remarks of the Practicing Company Secretary if any.
1.	National Stock Exchange of India Ltd (NSE)	The company has received a letter from NSE dated 23 rd March, 2022 regarding Quarterly submission of shareholding pattern for December 31, 2021	NSE requested to provide a clarification on queries within 5 working days from the date of this letter.	The Company has replied to NSE on 29 th April, 2022.

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 31.03.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.	Incomplete set of papers were Scanned & submitted which were submitted in full at a Later date for the financial results of the quarter ended as on 31 st March, 2020.	Company has ensured timely Compliance in the Current Financial Year.	The Compliances of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 are required to be tightened.
2	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.	The Company has not published in newspaper the Extract of Financial results for the quarter and year as on 31 st March, 2020.		



3	SEBI (Prohibition of Insider Trading) Regulations, 2015	The Company has not Intimated to stock Exchange regarding closure of Trading window for the quarter ended as on 30 th June, 2020.		
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Place: Ahmedabad

Date: 16/05/2022



Umesh H. Ved
Umesh Ved

Umesh Ved & Associates

Company Secretaries

FCS No.: 4411

C.P. No.: 2924

UDIN: F004411D000329945