



EQUIPPP
SOCIAL IMPACT TECHNOLOGIES LTD.
(Formerly Proseed India Limited)

30th May, 2023

To
National Stock Exchange of India Limited
Plot No. C/1, G Block,
Bandra –Kurla Complex Mumbai- 400051

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street Mumbai – 400001

NSE Symbol: EQUIPPP

BSE Scrip Code: 590057

Sub: Annual Secretarial Compliance Report.

As per SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, we enclose the Annual Secretarial Compliance Report of Equipp Social Impact Technologies Limited, dated May 30th, 2023, for the year ended March 31, 2023, certified by Mr. Balaramakrishna Desina, Practicing Company Secretary.

This is for your information and record.

Yours faithfully
For EquiPPP Social Impact Technologies Limited
(Formerly known as Proseed India Limited)

CS Karthik V Potharaju
Company Secretary & Compliance Officer
M. No.: A53054

Encl.: As mentioned above



**SECRETARIAL COMPLIANCE REPORT OF
EQUIPPP SOCIAL IMPACT TECHNOLOGIES LIMITED**

CIN: L72100TG2002PLC039113

For the Financial Year Ended 31st March 2023

[as per regulation 24(A) of SEBI (LO&DR) Regulations, 2015 as amended from time to time]

To,
The Board of Directors,
Equipp Social Impact Technologies Limited,
8th Floor, Western Pearl Building,
HITECH City Road, Kondapur,
Hyderabad, Hyderabad,
Telangana 500081, India.

I, Mr. Balaramakrishna Desina, Company Secretary in Practice, have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. Equipp Social Impact Technologies 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 31st March 2023 ("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 Applicable as there were no case of further issue of capital)**
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **(Not Applicable as there was no case of buy back during the period under review)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021; **(Not Applicable as there was no such cases during the period under review)**
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable as there was no Non-convertible and Redeemable Preference shares listed on the stock exchange)**
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
- i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review period:

Sr. No.	Particulars	Compliance Status (YES/NO/NA)	Observations/ Remarks by PCS
1.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	YES	
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI 	YES YES	
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the website 	YES YES	

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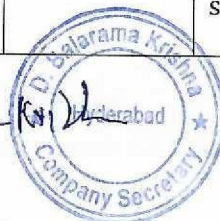
	<ul style="list-style-type: none"> Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website 	YES	
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	YES	
5.	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	<p>NA</p> <p>YES</p>	<p>The Listed Entity is not having any material subsidiary.</p>
6.	<p><u>Preservation of Documents:</u></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	YES	
7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	YES	
8.	<p><u>Related Party Transactions:</u></p> <p>a. The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>b. In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.</p>	<p>YES</p> <p>YES</p>	NONE
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	YES	

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10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	YES	
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>a. With reference to the regularization of appointment of Mr. Mohan Lal Kaul, Director (DIN: 02613732) in the Company's 29th Annual General Meeting, the National Stock Exchange of India Limited ("NSE") has issued a notice dated 22nd August 2022 on Non-Compliance of Regulation 17(1) and 17 (1A) of the SEBI (LODR) Regulations, 2015</p> <p>b. The company has received a letter from NSE dated 05th April 2023, informing about the reversal of fines levied on the company for the non-compliance of Regulation 17(1) of SEBI (LODR) Regulations, 2015, relating to the quarter ended 30th June 2022</p>	<p>NA</p> <p>NA</p>	<p>The Company vide its letter dated 14th November 2022 has made a clarification to the NSE stating that Regulation 17 of the SEBI (LODR) would be exempted to the Company during the aforesaid period of appointment under Regulation 15 of the SEBI (LODR) Regulations, 2015 and accordingly, the National Stock Exchange of India Limited ("NSE") vide its letter dated 05th April 2023 has considered the representations made by the Company and reversed the fines levied on the Company for the Quarter 30th June 2022 under Regulation 17(1) of the SEBI (LODR) Regulations, 2015. With reference to Reg. 17(1A), the Company has paid an amount of Rs. 4,70,880/- with NSE penalty fee under the protest dated 23rd January 2023.</p> <p>The company has taken note of the same.</p>

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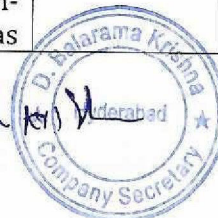


12.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	NA	No non-compliances other than mentioned above has been observed during the Review Period in respect of all SEBI Regulations, circulars, guidance notes etc.
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Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI circular CIR/CFD/CMD1/114/2019 dated 18th October 2019:

Sr. No.	Particulars	Compliance Status (YES/NO/NA)	Observations/Remarks by PCS
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	(i) If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	There has been no resignation of the Auditor and hence the clauses mentioned in this point are not applicable.
	(ii) If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	
	(iii) If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	
2.	Other conditions relating to resignation of statutory auditor		
	(i) Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee: a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has	NA	There has been no such instance.

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	<p>hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>(ii) Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>	<p>NA</p> <p>NA</p> <p>NA</p>	<p>There has been no such instance.</p> <p>There has been no such instance.</p> <p>There has been no such instance.</p>
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October 2019.	NA	There has been no such instance.

The additional disclosures of Annual Secretarial Compliance Report as below: -

- (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:

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Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	SEBI (LODR) Regulation 17(1A)	Regulation 17(1A)	Non-Compliance	National Stock Exchange	Fine	The company has appointed Mr. Mohan Lal Kaul, who is above 75 years of age as director without passing special resolution	Rs. 4,70,880/-	NA	The company has paid the said fine on 23 rd January 2023 under protest.	NA

(b) The Listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations / circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Regulation 27 (2) (a) of SEBI (LODR) Regulations, 2015: Corporate Governance Report	Regulation 27 (2) (a)	The company has not filed the corporate governance report for the quarter ending December 2021	NA	NA	The company has not filed the corporate governance report for the quarter ending December 2021	NA	The company was claiming exemption under Regulation 15 (2) of SEBI (LODR) Regulations, 2015 till last year. After the further issue of capital, the paid-up capital of the company has crossed the threshold limit of Rs. 10 Crores and the exemption available has been moved out.	The management after consultation with the legal experts, is of the view that the Corporate Governance Regulations are not applicable to it since the networth of the Company is below Rs. 25 Crores. However, the Company has voluntarily started complying with these regulations.	NA
2.	Regulation 46 (2) of SEBI (LODR) Regulations, 2015: Website of the listed entity shall contain such matters as stated in the Regulation 46 (2).	Regulation 46 (2)	The company has not mentioned majority of the points/ matters as stated in the Regulation 46 (2) (b) to (z) of SEBI (LODR) Regulations, 2015 from the quarter ending December 2021	NA	NA	The company has not mentioned majority of the points/ matters as stated in the Regulation 46 (2) (b) to (z) of SEBI (LODR) Regulations, 2015	NA	The company has not complied the provisions of Regulation 46 (2) of the SEBI (LODR) Regulations, 2015 in the complete manner.	The management has taken note and rectified the same.	The company has maintained the website as per regulation 46 during the period under review.

D. Balaram Krishna
Hyderabad
Company Secretary

						from the quarter ending December 2021				
3.	Regulation 30 (6):sub-para 4 of Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015.	Regulation 30 (6)	The company has intimated to the stock exchanges about the outcome of the board meeting where the proposal of issue of securities through qualified institutions placement on a private placement basis to qualified institutional buyers ("QIBs") was approved at following time: NSE: 15:02 BSE: 14:55 Meeting Conclusion Time: 14:00 Due Time: 14:30	NA	NA	The company has intimated to the stock exchanges about the outcome of the board meeting where the proposal of issue of securities through qualified institutions placement on a private placement basis to qualified institutional buyers ("QIBs") was approved at following time: NSE: 15:02 BSE: 14:55 Meeting Conclusion Time: 14:00 Due Time: 14:30	NA	The company has submitted the information about the outcome of the Board meeting lately to NSE by 32 minutes and to BSE by 25 minutes.	The management has taken note and looks forward to not repeat the same in future.	The company has complied with the said regulation during the period under review
4.	Regulation 6(1) of SEBI (LODR) Regulations, 2015	Regulation 6(1)	Non-compliance with Regulation 6(1) of SEBI (LODR) Regulations, 2015 for 30th September, 2021 Quarter.	NSE	Fine	Non-compliance with Regulation 6(1) of SEBI (LODR) Regulations, 2015 for 30th September, 2021 Quarter.	Rs. 9,440/-	NA	The management has taken note and looks forward to not repeat the same in future	NA

UDIN: F008168E000426993

Place: Hyderabad

Date: 30.05.2023



D. Balarama Krishna

Balaramakrishna Desina

Company Secretary in Practice

M. No.: FCS 8168

C.P No.: 22414

Peer Reviewed UIN. 12019TL1988700