



CIN : L52100WB1983PLCO35857

REGD OFFICE : AA-47, Salt Lake City Sec:1, BL-AA Kolkata, West Bengal : 700064.

Corporate Office : Harihar Corporation, A-12, Gala No.10/11, Mankoli Road, Dapoda, Bhiwandi, Thane: 421302.

Date: 25/05/2022

To, The Department of Corporate Services, BSE Limited 14th Floor, P.J. Towers, Dalal Street, Mumbai - 400001.	To, Metropolitan Stock Exchange of India Limited, Department of Corporate Services, Vibgyor Towers,4th floor, Plot No C 62, G - Block,Opp. Trident Hotel, Bandra Kurla Complex, Bandra(E), Mumbai - 400098, India.
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Dear Sir/ Madam,

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

Pursuant to Regulation 24A(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/27/2019 dated February 8; 2019, We are enclosing herewith the Annual Secretarial Compliance Report for the year ended March 31, 2022.

Kindly take the same on your records.

Thanking you,
Yours Truly,

For, **NIVAKA FASHIONS LIMITED.**


Mr. Bhavin Jain
Director
DIN: 00741604



Annual Secretarial Compliance Report
For the Financial Year ended 31st March, 2022

To,
The Members,
Nivaka Fashions Limited,
AA - 47, Salt Lake City Sec - 1, BL-AA,
Kolkata, West Bengal, 700064.

We have examined:

- a) All the documents and records made available to us and explanation provided by **M/s. Nivaka Fashions Limited** ("the Listed Entity")
- b) The filings/submissions made by the listed entity to the stock exchange;
- 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 in respect of compliance with the provision of:

- a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulation, circulars, guidelines issued thereunder; and
- b) The Securities Contracts (Regulation) 2018 ("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) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
- c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**not applicable** to the company during the Audit Report)
- e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014; (**Not Applicable** to the Company during the Audit Period)
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not Applicable** to the Company during the Audit Period)
- g) 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;
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (**Not Applicable** to the Company during the Audit Period)
- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not Applicable** to the Company during the Audit Period)
- j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (**Not Applicable** to the Company during the Audit Period)

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	Deviations Observations/ Remarks of the Practicing Company Secretary
1	Regulation 17(1)(c) of SEBI (LODR), 2015 - Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director.	Non-Compliance	The board of directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors; Company failed to do so due to prevailing covid



			situation at the given point in time.
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- 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 my/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 LTD	Regulation 17(1)(c) of SEBI (LODR), 2015 - Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director. • Top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors.	Fine was levied by BSE Ltd vide email dated 20 th August and 21 st November, 2021 respectively for the quarter starting from (1 st April 2021 to 30 th June, 2021) and (1 st July, 2021 to 30 th September 2021). • Penalty for the quarter starting from 1 st April 2021 to 30 th June, 2021 was waived off by BSE Ltd and; • Waiver of penalty for the quarter starting from 1 st July, 2021 to 30 th September 2021 is still under consideration at BSE Ltd.	Due to prevailing Covid threat at the given point in time Company couldn't find the appropriate and fit candidature who could sit on board and hence was unable to comply under regulation 17(1)(c) of SEBI (LODR), 2015. Partial penalty has been waived off by BSE Ltd and partial is still under consideration at BSE Ltd. As on date of this report Company has successfully complied with the provisions in question above.

- 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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity.
1	N.A	N.A	N.A	N.A

For, Jaymin Modi & Co.

Jaymin Modi



Mr. Jaymin Modi

Company Secretaries

Membership No - 44248

COP No - 16948

UDIN No - A044248D000371300

Date: 24.05.2022

Place: Mumbai