

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure Ltd. and Shri Shakti LPG Ltd.)

CIN : L40102TG1993PLC015988

30th June, 2020

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Scrip Code: 531322	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/I, G Block, Bandra Kurla Complex, Bandra(E), Mumbai, - 400001 Scrip Symbol: HAVISHA
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Dear Sir/Madam,

Subject – Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2020 under Regulation 24A of LODR.

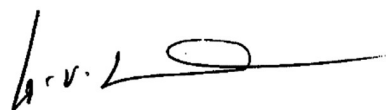
Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2020, issued by Krishna Kumar & Associates, Practicing Company Secretaries.

Kindly take the above information on record and oblige.

Thanking You,

Yours Truly,

For **SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED**



(VENKAT MANOHAR DONTAMSETTI)

Chairman & Managing Director

DIN: 00223342

Encl: As above

Venus Plaza, Begumpet, Hyderabad 500016, INDIA

Tel : + 91 40 27902929, 27905656, website: www.shrishakti.com, Email : info@shrishakti.com

KRISHNA KUMAR. A, FCS



**KRISHNA KUMAR & ASSOCIATES
COMPANY SECRETARIES**

H. No 2-2-114/27, New
Nallakunta
HYDERABAD-500044, TS
Ph.9849064163

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Secretarial Compliance Report of Sri Havisha Hospitality and Infrastructure Limited (Formerly Shri Matre Power & Infrastructure Limited and Shri Shakti LPG Limited) for the year ended 31st March, 2020 (Pursuant to SEBI - CIR/CFD/CMD1/27/2019, Dated 8th February, 2019)

I, A. Krishna Kumar, Proprietor, Krishna Kumar & Associates, Company Secretaries, have examined:

- all the documents and records made available to us and explanation provided by the management of Sri Havisha Hospitality and Infrastructure Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity, (to be updated)
- any other document/ filing, conformation, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March 2020 ("Review Period") in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period)
- (g) 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)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

and circulars/ guidelines issued there under;

and based on the above verification was done on test basis and explanations given by the Management of the Company ,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.	Regulation 6 (1) of SEBI-LODR Regulations, 2015 - A listed entity shall appoint a qualified Company Secretary as the compliance officer.	The Company secretary of the Company has resigned in the 1st week of March, 2020 and the appointment to the said position is still vacant as on date.	With regards to non compliance on the matter, it was explained by the Company that since the Company Secretary has resigned during first week of March 2020 only and due to lock down restrictions imposed by the Government on account of COVID 19,the Company could not fill the position till now and is actively pursuing to appoint a suitable candidate for the position.



2	Regulation 17 (1)(b) of SEBI -LODR Regulations, 2015 —Where the Chairperson of the Board of Directors of a listed entity is a non executive director, at least one-third of the board of directors shall comprise of independent directors and where the listed entity does not have a regular non executive Chairperson, at least half of the Board of directors shall comprise of independent directors.	Since, the Company has Executive Chairman, the Strength of independent directors on the Board should be at least 50% of the total strength, however the same has been reduced to less than 50% on account of sudden death of one independent Director and resignation of another independent Director.	On further enquiry , it was informed that the Company could not do so till now, due to COVID 19 lockdown restrictions and is in the process of identifying qualified and experienced persons to appoint as independent Directors .
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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 insofar 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 there under:

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 Limited	Regulation 44 of SEBI- LODR -Delay in filing Of Voting Results Of AGM held in 2019	Fine Of Rs 11,800/- (including GST)was imposed	The Company has paid the fine under protest with request to refund, as there was a slight delay only in filing, due to unavoidable circumstances. The same appears to be not refunded by BSE so far.



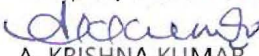
2	National Stock Exchange of India Limited	Regulation 44 of SEBI LODR -Delay in filing Of Voting Results Of AGM held in 2019	Fine Of Rs 11800/- (Including GST)was imposed	The Company has paid the fine under protest with request to refund, as there was a slight delay only in filing, due to unavoidable circumstances. The same appears to be not refunded by NSE so far .
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(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

Limitations: It is to be noted that due to lockdown and social distancing guidelines issued by the Central Government and respective State Governments for containment of spread of Covid-19, the above mentioned documents, registers, forms, etc. have not been physically verified by us, as being maintained by the Company at their offices. While we have taken all possible steps to verify the records as made available to us by the Company through electronic medium and taken oral confirmation from the Company wherever required, but the audit was done subject to limitation of availability of documents.

For KRISHNA KUMAR & ASSOCIATES,
Company Secretaries,


A. KRISHNA KUMAR
FCS: 5356
CP :4707



Place: Hyderabad
Date: 18th June, 2020
UDIN: F005356B000352725