

**NEL**

**Holdings Limited**

**August 10, 2020**

**To  
BSE Limited  
(Stock Code: 533202)  
Floor 25, P J Towers  
Dalal Street  
Mumbai-400 001**

**Ref.: NEL/009/2020-21**

Dear Sir/ Madam,

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2020**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find the enclosed Annual Secretarial Compliance Report for the year ended March 31, 2020.

Request you to take the same on record.

**For NEL Holdings Limited**



**Prasant Kumar  
Company Secretary & Chief Compliance Officer**



*Encl.: As above*

**NEL Holdings Limited**

(Formerly Known as Nitesh Estates Limited)

CIN : L07010KA2004PLC033412

Regd. Office: Level 7, Nitesh Timesquare, #8, M.G. Road, Bangalore - 560 001, India.

P: +91- 80-4017 4000 F: +91- 80-2555 0825, W: www.nelholdings.in



**S. KEDARNATH**

B.Sc.,LLB,FCS,CAIIB(I)  
Company Secretary

**SECRETARIAL COMPLIANCE REPORT**  
OF  
**NEL HOLDINGS LIMITED FOR THE YEAR ENDED 31<sup>st</sup>, 2020**

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I, S. Kedarnath, Company Secretary (CP- 4422) have examined:

I. All documents and records made available to us and explanations provided by M/s NEL HOLDINGS LIMITED (CIN: L07010KA2004PLC033412) ("the listed entity"),

(a) the filings/ submissions made by the listed entity to the stock exchanges,

(b) website of the listed entity,

(c) any other document/filing, as may be relevant, which has been relied upon to make this certification-

- for the year ended 31<sup>st</sup> March, 2020 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 there under; and

(b) 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");

II. The specific Regulations, whose provisions and the circulars/guidelines issued there under, 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;

(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;



S. KEDARNATH & ASSOCIATES

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
1. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2006;
  2. The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2015 as amended till date;

Based on the above examination, I hereby report that, during the Review Period:

- (a) As may be applicable during the financial year, 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
01	Regulation 46 of the SEBI (LODR) Regulations 2015	Company not updated its Website under the said Regulation.	Company has created new website. Most of the information is still not updated and same is in the process of updation.
02	Regulation 14 of the SEBI (LODR) Regulations 2015	Delayed payment of Listing Fees to The National Stock Exchange Limited.	Listing fees paid in the Month of August 2020. Due date 30 <sup>th</sup> April 2020



(b) The listed entity has maintained proper records under the applicable provisions of the above Regulations and circulars/guidelines issued there under in so far 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 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.
01.	None			

(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 (2019-20)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
01.	None			

\*\*\* The Company has delisted its equity Shares from National Stock Exchange Limited during the financial year.

**For S.Kedarnath & Associates**



Place: Bangalore  
Date: 8th August 2020  
UDIN: F003031B000562801

  
**S. Kedarnath**  
**Company Secretary**  
FCS No. 3031, CP No. 4422