

SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH 2021

PURSUANT TO REGULATION 24A OF THE SEBI [LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS] REGULATION, 2015 READ ALONG WITH SEBI CIRCULAR CIR/CFD/CMF1/27/2019 DT 08/02/2019

I, Akhil Agarwal have examined:

- (a) all the documents and records made available to us and explanation provided by **VENKATESHWARA INDUSTRIAL PROMOTION CO LTD** ("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, 2021** ("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 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");

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;
- (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;

and circulars/ guidelines issued there under;

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 there under, except in respect of matters specified below:-

| <i>Sr. No</i> | <i>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</i> | <i>Deviations</i> | <i>Observations/ Remarks of the Practicing Company Secretary</i> |
|---------------|---|-------------------|--|
| NIL | | | |

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar 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:

| <i>Sr.No.</i> | <i>Action taken by</i> | <i>Details of violation</i> | <i>Details of action taken E.g. fines, warning letter, debarment, etc.</i> | <i>Observations/ remarks of the Practicing Company Secretary, if any.</i> |
|---------------|------------------------|-----------------------------|--|---|
| NIL | | | | |

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

| <i>Sr. No.</i> | <i>Observations of the Practicing Company Secretary in the previous reports</i> | <i>Observations made in the secretarial compliance report for the year ended...</i> | <i>Actions taken by the listed entity, if any</i> | <i>Comments of the Practicing Company Secretary on the actions taken by the listed entity</i> |
|----------------|---|---|---|---|
| NIL | | | | |

Place: KOLKATA

Date: 23/06/2021



CP No.: 16313

UDIN NO. A035073C000501154