



Ranjeetkumar Sharma & Associates
Company Secretaries

B-26 Venus CHS Ltd., Maitry Park, 100 Ft Road, Vasai West, Dist.Thane-401202 Mobile: +91 97643 22951, Email: csranjeetsharma@gmail.com
UCN:- S2016MH359900, PRC:- 2758/2022

SECRETARIAL COMPLIANCE REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023

[Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019]

Secretarial Compliance Report of SVC Industries Limited for the year ended 31/03/2023, Ranjeet Sharma have examined:

- a) all the documents and records made available to us and explanation provided by **SVC Industries 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, includes:-

- 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 was no reportable event during the year under review)**
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and



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Takeovers) Regulations, 2011;

- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable as there was no reportable event during the year under review)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable as there was no reportable event during the year under review)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable as there was no reportable event during the year under review)**
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable as there was no reportable event during the year under review)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

I hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<p><u>Secretarial Standards:</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	



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2.	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entitiesAll the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes Yes	
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/information under separate section on the websiteWeb-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 Yes Yes	
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	
5.	<p><u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u></p> <p>(a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries</p>	NA	
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	



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7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8.	Related Party Transactions: a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes NA	
9.	Disclosure of events or information: 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.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).	Yes	
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

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:



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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	
	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		



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1.	Filing of Shareholding Pattern for the quarter ended 30 th June, 2022 within prescribed time	31 (1) of SEBI (LODR) Regulations, 2015	Due to technical error, the shareholding patterns is not yet submitted.	Bombay Stock Exchange (BSE)	BSE levied monetary fines for the non-compliance	Non-Submission of Shareholding Pattern for the quarter ended 30 th June, 2022.	61,360/- (including GST of Rs. 9360/- Fines as on September 01, 2022 is Rs. 99120/-	Yet to comply	The Co.is in the process of filing the same	-
2.	Submission of secretarial compliance report within prescribed time For the year ended March 2022	24A of SEBI (LODR) Regulations, 2015	Filed with the delay of 79 days	Bombay Stock Exchange (BSE)	Bombay Stock Exchange levied monetary fines for the non-compliance	Non-Submission of secretarial compliance report within prescribed time For the year ended March 2022	108560 (including GST)	The Company has filed the same with delay on 18 th August, 2022	The Company is in process of paying the amount of penalty	-
3.	Reconciliation of Share Capital Audit Report for the quarter ended March 31,2022	Reg. 76 of SEBI (Depositories & Participants) Regulations, 2018-	Non Compliance	Bombay Stock Exchange (BSE)	Bombay Stock Exchange (BSE) has given their remark as Non Compliance	Delay of 30 days in submission of Reconciliation of Share Capital Audit Report for the quarter ended March 31,2022	NA	The Company has filed the same on 31.5.22	-	-



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4.	Reconciliation of Share Capital Audit Report for the quarter ended June 30, 2022	Reg. 76 of SEBI (Depositories & Participants) Regulations, 2018-	Delay of 30 days in submission of Reconciliation of Share Capital Audit Report			Delay of 30 days in submission of Reconciliation of Share Capital Audit Report for the quarter ended June 30, 2022	NA	The Company has filed the same on 30.08.22	-	-
5.	Reconciliation of Share Capital Audit Report for the quarter ended December 31, 2022	Reg. 76 of SEBI (Depositories & Participants) Regulations, 2018-	Delay of 30 days in submission of Reconciliation of Share Capital Audit Report			Delay of 1 day in submission of Reconciliation of Share Capital Audit Report for the quarter ended December 31, 2022	NA	The Company has filed the same on 31.01.23	-	-
6.	Corporate Governance Report Within 21 days from the end of the quarter.	27(2)(a)	Delay of 2 day in filing of the same			Delay of 2 day in filing of the same for the quarter ended December 31, 2022	NA	Duly complied on 24.01.23	-	-
7.	Prior intimation of meeting of Board of Directors in which financial results have been approved are to be disclosed to Stock Exchanges	29(2)/29(3) of SEBI (LODR) Regulations, 2015	Delay in Board Meeting prior Intimation for the September Quarter held on 12 th August, 2022.	Bombay Stock Exchange (BSE)	Bombay Stock Exchange levied monetary fines for the non-compliance	Delay in Board Meeting prior Intimation for the September Quarter held on 12 th August, 2022.	11,800 (including GST)	Duly complied on 10.08.22 with the delay	The Company is in process of paying the amount of penalty	



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8.	Requirements pertaining to appointment or continuation of non-executive director who has attained the age of seventy-five years	As per Regulation 17(1A)	-	Bombay Stock Exchange (BSE)	Bombay Stock Exchange levied monetary fines for the non-compliance For the quarter ended September 2022	Non appointment of Mr. Subhash Chandra Rustogi as Independent Director by way of Special Resolution	195880(including GST)	Representation made to BSE vide email dated 22.11.2022, as at the time of appointment, the approval was taken as special Resolution	Representation made to BSE vide email dated 22.11.2022, as at the time of appointment, the approval was taken as special Resolution	
9.	Submission of shareholding pattern within the period prescribed	Regulation 31 of SEBI (LODR) Regulation 3, 2015	There was a delay of 4 days in filing of Shareholding pattern for the quarter ended December 2022	Bombay Stock Exchange (BSE)	Bombay Stock Exchange levied monetary fines for the non-compliance	There was a delay of 4 days in filing of Shareholding pattern for the quarter ended December 2022	4720(including GST)	Duly Complied on 25 th January, 2023.	The Company is in process of paying penalty.	
	Investor Grievances Report within 21 days from each quarter	Reg.13(3) of SEBI(LODR), 2015	There was a delay in compliance by 4 days	NA	NA	There was a delay in compliance by 4 days for the quarter ended December 2022	NA	Duly Complied on 25.01.23	-	
10.	Related party disclosure for the quarter ended March 31, 2022	Reg.23(9) of SEBI(LODR), 2015	There was delay of 18 days in submission	Bombay Stock Exchange (BSE)	Bombay Stock Exchange levied monetary fines for the non-compliance	There was delay of 18 days in submission of related party disclosure for the quarter ended March	5900 including GST	Duly Complied on 14.6.22	The Company is in process of making representation for the	



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					nce	31, 2022			waiver of penalty.	
11.	Requirement to appoint a qualified company secretary as the compliance officer	Reg.6(1) of SEBI (LODR) Regulations, 2015		Bombay Stock Exchange (BSE)	Bombay Stock Exchange levied monetary fines for the non-compliance	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer For the quarter ended March 2023	55460(including GST)	The said provision has duly complied by appointing Company Secretary on May 26, 2023.	The Company is in process of making representation for the waiver of penalty.	

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

Sr.	Compliance Requirement	Regulation/Circular No.	Deviation	Action taken by	Type of Action	Details of Violation	Fine Amount	Observation	Management Response/Remarks
1.	Submission of shareholding pattern within the period prescribed for the quarter ended March 31, 2022	Regulation 31 of SEBI (LODR) Regulations, 2015	There was a delay in compliance by 39 days	Bombay Stock Exchange (BSE)	Bombay Stock Exchange levied monetary fines for the non-compliance	Delay in filing of Shareholding pattern for the quarter ended March 31, 2022	59000 including GST	Duly Complied on 31 May 2022	The Company has made representation for waiver of the penalty.



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2.	Reconciliation of Share Capital Audit Report for the quarter ended March 31, 2022	Reg. 76 of SEBI (Depositories & Participants) Regulations, 2018-	There was a delay in compliance by 30 days	Bombay Stock Exchange (BSE)	Bombay Stock Exchange (BSE) has given their remark as Non Compliance	Delay in filing of Reconciliation of Share Capital Audit Report	NA	Duly Complied on 31 May 2022	-
3.	Filing of Compliance Certificate from Share Transfer Agent Within 30 days from the end of the financial year	Reg. 7(3) of SEBI (LODR) Regulations, 2015	There was a delay in compliance by 30 days	NA	NA	There was a delay in compliance by 30 days	NA	Duly Complied on 31 May 2022	-
4.	Compliance Certificate for the period of April 1, 2021 to March 31, 2022	Reg.40(9) of SEBI (LODR) Regulations, 2015	There was a delay in compliance by 30 days	NA	NA	There was a delay in compliance by 30 days	NA	Duly Complied on 31 May 2022	-
5.	Investor Grievances Report within 21 days from each quarter	Reg.13(3) of SEBI(LODR), 2015	There was a delay in compliance by 39 days	NA	NA	There was a delay in compliance by 39 days for the quarter end March 31, 2022	NA	Duly Complied on 31 May 2022	-
6.	Requirement to appoint a qualified company secretary as the compliance officer	Reg.6(1) of SEBI (LODR) Regulations, 2015	-	Bombay Stock Exchange (BSE)	Bombay Stock Exchange levied monetary fines for the non-compliance	Non Appointment of CS and Compliance Officer	55460 (including GST)	The said provision has duly complied by appointing Company Secretary on May	



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								26, 2023.	
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For Ranjeet Kumar Sharma and Associates
Company Secretary

Ranjeet Sharma
Proprietor
C.P. No. 13242
UDIN Number: A027079E000411672

Place: Mumbai
Date: 1st June, 2023