

# KHYATI SHAH & CO. COMPANY SECRETARIES

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## ANNUAL SECRETARIAL COMPLIANCE REPORT

for the financial year ended 31<sup>st</sup> March, 2022

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Board of Directors,  
**Supreme Holdings & Hospitality (India) Limited**  
Office No. 510 to 513, 5<sup>th</sup> Floor, Platinum Square,  
Shri Satpal Malhotra Marg, Nagar Road Pune-411014

We, Khyati Shah & Co., Company Secretaries, have examined on test check basis:

- (a) all the documents and records made available to us and explanation provided by **Supreme Holdings & Hospitality (India) Limited** (hereinafter called "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 financial year ended 31<sup>st</sup> March, 2022 ("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, 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 (Prohibition of Insider Trading) Regulations, 2015;
- (e) Securities and Exchange Board of India (Depository and Participant) Regulations, 2018;
- (f) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

and based on the above examination, 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 thereunder, 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 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015: Non submission of financial results within the prescribed period under this regulations for the quarter ended December, 2021.	The unaudited financial results along with limited review report for the quarter ended 31 <sup>st</sup> December, 2021 not filed within the time prescribed.	There was delay in submission of financial results within the prescribed period under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December, 2021

(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 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 Limited	As per Regulation 33 of the SEBI (LODR) Regulations, 2015, un-audited financial results for the quarter ended 31 <sup>st</sup> December, 2021 was not filed within the time prescribed	<p>Notice is issued by BSE Limited dated 14<sup>th</sup> March, 2022 bearing captioned subject "Fines as per SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020".</p> <p>Accordingly, under the notice, the company was fined with an amount of Rs. 5,000/- plus GST Rs. 900/- for default in compliance of Regulation 33 of SEBI (LODR) Regulations, 2015.</p>	<p>The meeting of the Company for discussion of Un-audited financial Statement for the quarter ended 31<sup>st</sup> December, 2021 was held on 14<sup>th</sup> February, 2022. The meeting commenced at 1.30 p.m. and concluded at 3.40 p.m. However, the company was not able to upload the financial results on the website as the site was not responding.</p> <p>The Company emailed the error screenshot to <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> on 14<sup>th</sup> February, 2022 wherein they received a solution from the BSE support team and after that the Company was able to upload the results on the BSE website on 15<sup>th</sup> February, 2022 after lot of unsuccessful attempts. The financial results were uploaded in XBRL format within stipulated time period.</p> <p>The Company wrote an email to waive off the penalty imposed on the company as the delay in submission of financial results was beyond their control. However, it was informed by the BSE team verbally that the matter with respect to waiver of fine will be taken up at the next meeting and the company needs to make the requisite payment within the stipulated time period as mentioned in the email. According, the company paid the requisite amount of fine</p>

				of Rs. 5,900/- (including GST) on 22 <sup>nd</sup> March, 2022.
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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
Not Applicable				

We further report that M/s. Yardley Investment & Trading Company Private Limited, Member of Promoter Group, had inadvertently bought 9 Equity Shares of the Company on 5<sup>th</sup> April, 2021 during Non- transaction period. The Compliance Officer of the Company then issued cautionary letter to M/s. Yardley Investment & Trading Company Private Limited and it was then instructed to pay a monetary penalty of Rs. 650/- which is more than FIVE TIMES the traded price of shares. The Company has collected Rs. 650/- as penalty amount from Yardley Investment & Trading Company Private Limited and transferred the same to SEBI-IPEF account on 15<sup>th</sup> April, 2021. The Company further advised them to strictly follow the Company's Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders and not to indulge in such act in future.

**For Khyati Shah & Co.**  
**Company Secretaries**  
**Unique Code Number: S2010MH144700**

**Khyati Shah**  
**Proprietor**  
**FCS No.: 8686 CP No: 9574**  
**Peer Review Certificate No.: 1994/2022**  
**UDIN: F008686D000384171**

**25<sup>th</sup> May, 2022, Mumbai**