**Annual Secretarial Compliance Report of Jyotirgamya Enterprises Limited**

**for the year ended 31st March, 2021**

**(Pursuant to SEBI - CIR/CFD/CM 01/27/2019 Dated February 08, 2019)**

We, **M/s Srishti Singh & Associates**, have examined:

(a) all the documents and records made available to us and explanation provided by **Jyotirgamya Enterprises 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, 2021 (“Review Period”)** in respect of compliance with the provisions of :

(1) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued there under; and

(2) 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:-

(i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(ii) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(iii) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(iv)Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to Company during period under review)**

(v) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to Company during period under review)**

(vi) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to Company during period under review)**

(vii) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to Company during period under review)**

(viii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(ix) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 as applicable;

(x) Other applicable circulars/ guidelines issued there under;

and based on the above examination, we hereby report that, during the Review Period:

1. 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:-

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| **S. No.** | **Compliance Requirement (Regulations/ circulars / guidelines including specific clause)** | **Deviations** | **Observations/ Remarks of the Practicing Company Secretary** |
|  | Regulation 13(3) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 | * Late submission of Statement of investor complaints for the quarter ended June 2020 | * The Listed Entity has submitted its Statement of investor complaints for the quarter ended 30th June, 2020 on 22nd July, 2020 which was required to be filed by 21st July, 2020. |
|  | Regulation 31 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 | * Late submission of Statement of shareholding pattern for the quarter ended June 2020 and September 2020 | * The Listed Entity has submitted its Statement of shareholding pattern for the quarter ended 30th June, 2020 on 22nd July, 2020 which was required to be filed by 21st July, 2020. * Statement of shareholding pattern for the quarter ended 30th September, 2020 was filed on 21st July, 2020 which was filed later on by the Company as Revised Statement on 3rd November, 2020 and as Re-revised Statement on 20th January, 2021. |
|  | Regulation 33 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 | * Late submission of Financial Results for the quarter ended December 2020 | * Financial Results for the quarter ended 31st December, 2020 were filed on 13th February, 2020 which was filed later on by the Company as Revised Financial Results on 18th February, 2020 and as Re-revised Statement on 20th February, 2021. |
|  | Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 | * Late submission of Reconciliation of Share Capital Audit Report for the quarter ended June 2020 and September 2020 | * The Listed Entity has submitted its Reconciliation of Share Capital Audit Report for the quarter ended 30th June, 2020 on 18th August, 2020 which was required to be filed by 30th July, 2020. * Reconciliation of Share Capital Audit Report for the quarter ended 30th September, 2020 was filed on 31st October, 2020 which was filed later on by the Company as Revised Reconciliation of Share Capital Audit Report on 3rd November, 2020. |
|  | Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 | * Revised submission of Certificate under Regulations 74(5) of SEBI (Depositories & Participants) Regulations, 2018 for the quarter ended 30th September, 2020 | * Certificate under Regulations 74(5) of SEBI (Depositories & Participants) Regulations, 2018 for the quarter ended 30th September, 2020 was filed on 30th October, 2020 which was filed later on by the Company as Revised Certificate under Regulations 74(5) of SEBI (Depositories & Participants) Regulations, 2018 on 3rd November, 2020. |
|  | Regulation 7(3) of SEBI ((Listing Obligations And Disclosure Requirements) Regulations, 2015 | * Revised submission of Compliance Certificate under Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015   for the quarter ended 30th September, 2020 | * Certificate under Regulations 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30th September, 2020 was filed on 30th October, 2020 which was filed later on by the Company as Revised Certificate under Regulations 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on 3rd November, 2020. |
|  | Regulation 30(1) and 30 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 | * Late submission of Regulation 30(1) and 30 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 |  |

1. 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 my/our examination of those records.
2. 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:

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| --- | --- | --- | --- | --- |
| **S.**  **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. | Bombay Stock Exchange Limited. | Late submission of Financial Results along with Auditor’s Report under Regulation 33 (3) (d) for the quarter ended 31st, March 2019 and failure to submit prior intimation of Board Meeting to stock exchange under Regulation 29(2) for the Board Meeting held on 14/11/2019 | Basic Fine of Rs. 3,45,000/- levied for violating the provisions of Regulation 33 (3) (d) and Basic Fine of Rs. Rs. 10,000/- levied for violating the provisions of Regulation 29(2). | The Listed entity shall be applying for the waiver of such fines imposed on it. It has made payment of some of the amount and will be making payment of rest of the amount. |

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

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| **S. No.** | **Observations of the Practicing Company Secretary in the previous reports** | **Observations made in the Secretarial Compliance Report for the year ended 31st, March, 2020.**  **(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** |
| 1. | Regulation 46 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 | Non- updation of website of the Company for the year ended 31st, March, 2019 | The Listed entity has updated all the relevant details which is required to be disclosed on  its website. | The Listed entity has updated all the relevant details which is required to be disclosed on  its website. |

**For Srishti Singh & Associates**

**Practicing Company Secretaries**

**Srishti Singh**

**(Proprietor)**

Mem. No. A50820

COP No. 21900

Place: New Delhi

Date:

UDIN: A050820C000557458