

**SECRETARIAL COMPLIANCE REPORT OF SATRA PROPERTIES (INDIA) LTD
FOR THE YEAR ENDED MARCH 31, 2020**

I, CS Nithish Bangera, have examined:

- a) all the documents and records made available to us and explanation provided by **Satra Properties (India) 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 March 31, 2020 (“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;

and 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:-

As on the date of audit the company is under control of Resolution Professional pursuant to the Order of Hon'ble NCLT, Mumbai Bench, dated August 3, 2020 and the Powers of the Board of Directors of the Company has been suspended and the CFO and CS has already resigned.

The Company was unable to provide us the following information:

- 1. The Company could not submit copy of Internal audit Report for the year ended March 31, 2020 due to non payment of fees to the Internal Auditor.**
- 2. The Company was not in a position to produce any supporting documents for loans given by the Company for the year ended March 31, 2020**
- 3. The Company was not in a position to produce any supporting documents for transactions with Related Parties for the year ended March 31, 2020**
- 4. The Company was not in a position to produce Notice, agenda and attendance register for the Subsidiary Committee Meeting held and disposed off during the FY 2019-20 upto the date of sale**
- 5. The Company was not in a position to produce Register of Loan, Register of Investment, Register of Guarantee, Register of Related Party Transaction as maintained by company**
- 6. The Company has not updated its Website - www.satraproperties.in for FY 2019-20**
- 7. There has been delay in filling under SEBI LODR Regulations:**
 - a. Investor Grievance filed with the delay of 4 days for the quarter ended June 30, 2019 and September 30, 2019**
 - b. Shareholding Pattern filed with the delay of 1 day for the quarter ended September 30, 2019 and delay of 4 days for the quarter ended March 31, 2020**
 - c. Results filed with the delay of 31 days for the quarter ended March 31, 2020**
 - d. The Company has received an email from BSE for delay in filling of Annual Report for the year ended March 31, 2019. BSE has imposed a penalty of Rs. 21,240/-**
- 8. The Company was not in a position to provide proof of payment of Fees paid to CDSL, NSDL and BSE**

- b) 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 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, department etc.	Observation/remarks of the Practising Company Secretary, if any
1.	BSE Under regulation 34 of SEBI (LODR) Regulations 2015	Delay in filing of Annual Report filed for the financial year ended March 31, 2019	Penalty imposed by BSE of Rs. 21,240/-	Delay in filing of Annual Report.

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

Sr. No.	Observation of Practising Company Secretary in Previous reports	Observation made in the secretarial compliance report for the year ended 2019	Action taken by listed entity if any	Comments of the Practising Company Secretary on the action taken by the listed entity
1.	Regulation 30 read with Schedule III Part A(a)(4)(h) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in filing of audited financial statements for the year ended 31/03/2018 approved in its Board meeting held on 30/05/2018 which is	BSE has been imposed the Penalty of Rs. 5,900/- and the penalty has been paid by the Company	Penalty has been Paid by the Company to BSE

NVB & ASSOCIATES

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		required to be filed within 30 minutes of the closure of such board meeting.		
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CERTIFIED TRUE COPY
For NVB & Associates
Practising Company Secretaries


Nithish Bangera
Proprietor



Place: Mumbai
Date: August 18, 2021

UDIN: A012268C000798603