

**MAMTA DEVPURA & ASSOCIATES**  
**COMPANY SECRETARIES**



1B-202, Green Meadows CHSL, Lokhandwala Township, Kandivali (East), Mumbai 400101  
Email: [mamtadevpura.md@gmail.com](mailto:mamtadevpura.md@gmail.com) Tel. 9530078512

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**SECRETARIAL COMPLIANCE REPORT OF ESAAR (INDIA) LTD.**  
**FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

To,  
The Members,  
**ESAAR (INDIA) LTD.**  
204 B-Wing, New Prabhat SRA CHS LTD,  
Chikuwadi, Plot-115, Next to Bisleri Factory,  
W. E, Highway, Andheri (East)  
Mumbai- 400066

I, Mamta Devpura, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to me and explanation provided by **ESAAR (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 31<sup>st</sup> 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 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");

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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; **(Not applicable to the company during the review period).**
- 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; **(Not applicable to the company during the review period).**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the company during the review period).**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the review period).**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the company during the review period);**
- 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;
- j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;

and circulars/guidelines issued thereunder;

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

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(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.	Disclosure under Regulation 74(5) of the SEBI (DP) Regulations, 2018 relating to disclosure of Certificate from Registrar and share transfer Agent	Disclosure was not made for the quarter ended 31 <sup>st</sup> March, 2020.	Inadvertently the Company did not make these disclosures.
2.	Advertisement of Notice and Financial Result under Regulation 47 of the SEBI (LODR) Regulations, 2015.	Company has not published Notice of Board Meetings held on 15 <sup>th</sup> September, 2020  Company has also not published/advertised the Financial Results for the quarter ended 30 <sup>th</sup> June, 2020.	--
3.	Intimation for Closure of Trading Window as per SEBI (Prohibition of Insider Trading) Regulations, 2015.	Intimation for the Quarter ended 31 <sup>st</sup> March, 2020 was filed on 9 <sup>th</sup> April, 2020.	--
4.	Appointment of Compliance officer under Regulation 6 of the SEBI (LODR) Regulations, 2015.	Compliance Officer of the Company was resigned on 31 <sup>st</sup> Oct-2020.	The Company has appointed Ms. Nidhi Agarwal as a compliance officer of the Company at Board Meeting held on 29 <sup>th</sup> April, 2021 and she resigned on 4 <sup>th</sup> May, 2021. The Company has already started the process for the appointment of compliance officer and appoint the compliance officer soon.

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(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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
NIL				

(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 31 <sup>st</sup> March, 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Not appointed Chief Financial Officer of the Company as per SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.	The Company has not appointed Chief Financial Officer (CFO)	The company is appointed Mr. Raghvendra Kumar as a Chief Financial Officer (CFO) on Board Meeting held on the 12 <sup>th</sup> Nov, 2020	-

For Mamta Devpura & Associates  
Company Secretaries

MAMTA  
DEVPURA

Digitally signed by MAMTA DEVPURA  
DN: cn=MAMTA DEVPURA,  
o=MAMTA DEVPURA & ASSOCIATES, ou=Company Secretaries,  
email=mamtadevpura.md@gmail.com, c=IN, postalCode=400101,  
serialNumber=1, streetName=1B-202, Green Medows CHSL,  
Kandivali (East), Mumbai 400101

Mamta Devpura  
Proprietor  
M. No. : A51792  
COP No.: 19242  
UDIN: A051792C000509623

Place : Mumbai  
Date : 24<sup>th</sup> June 2021