

Plot No. 30, Institutional Sector-44
Gurgaon-122 002 Haryana (INDIA)
CIN: L17299WB1981PLC033331

17th May, 2022

The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001

Stock Code : 10029405
Scrip ID : SUDHA APPARELS

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMDI/27/2019 dated 8th February, 2019, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2022.

Submitted for your kind information and record.

Thanking You,

Yours Faithfully,
For **SUDHA APPARELS LIMITED**



SANDHYA TIWARI
COMPANY SECRETARY

ANNUAL SECRETARIAL COMPLIANCE REPORT
OF

SUDHA APPARELS LTD
CIN: L17299WB1981PLC033331
For the year ended on March 31, 2022

To,
Sudha Apparels Ltd
2/5, Sarat Bose Road,
Sukh Sagar Flat No. 8A,
8th Floor, Kolkata-700020

We, **Hemant Singh & Associates**, Company Secretaries, have examined:

- All the documents and records made available to us and explanation provided by **Sudha Apparels Ltd** ('the listed entity').
- The filings' submission made by the listed entity to the stock exchange.
- Website of the listed entity.
- Any other document/filing, as may be relevant, which has been relied upon to make this certification.

For the year ended on March 31, 2022 ("Review Period") in respect of compliance with the provision of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
- The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities Exchange Board of India ("SEBI").

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not Applicable on Company during the review period**);
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; (**Not Applicable on Company during the review period**);
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (**Not Applicable on Company during the review period**);
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not Applicable on Company during the review period**);
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013; (**Not Applicable on Company during the review period**);
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars/guidelines based thereunder; and based on the above examination, we hereby report that, during the review period:



- a) The Listed Company has complied with the provisions of above regulations and circulars/ guideline issued thereunder, except in respect of matters specified below:

S. No.	Compliance Requirement (Regulation/circulars/guidelines including specific clause)	Deviation	Observations/ remarks of the Practicing Company Secretary
Nil			

Note: The Company had made a bonus issue of 62,800 Equity Shares of Rs.10 each to Non Promoter/ Public Shareholders. Corporate Action for credit of shares in allottees' demat accounts is pending with NSDL/CDSL and subsequently the paid-up share capital of the listed entity has not been updated on the stock exchange till date.

- 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 the actions taken against the listed entity/its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchange (including the Standard operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circular/guideline issued thereunder:

Sr. No	Action Taken By	Details of violation	Detail of action taken E.g. Fines, warning letter, debarment, etc.	Observations/ remarks of 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 Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

- e) The reporting of clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries" is not applicable during the review period.

Date: 16.05.2022

Place: Delhi

For Hemant Singh & Associates
Company Secretaries

Hemant Kumar Singh
(Partner)

Membership No: F6033

COP No: 6370

UDIN: F006033D000326201

