

Date: 22.05.2023

Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, C - 1,
Block G, Bandra - Kurla Complex,
Bandra (E), Mumbai – 400051

BSE Scrip Code-523329

NSE Symbol- ELDEHSG

Ref: Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2023

Dear Sir/Madam,

In terms of Regulation 24A of the Listing Regulations read with Clause 3 (b) of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2023.

Kindly take the same on your record.

Thanking you,
For Eldeco Housing and Industries Limited

Chandni Vij
Company Secretary
Mem. No.: A46897

Encl.: a/a

Eldeco Housing & Industries Ltd.



R K Tandon & Associates

46/8 GokhleVihar Marg,

Lucknow (UP) India - 226001

Email : rktandon42@gmail.com

Contact No : +91-522-4103099

Mobile : +91-9335915353

**ANNUAL SECRETARIAL COMPLIANCE REPORT
OF ELDECO HOUSING AND INDUSTRIES LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2023**

We have examined:

- All the documents and records made available to us and explanation provided by **ELDECO HOUSING AND INDUSTRIES LIMITED**("the Listed entity"),
- The filings/ submissions made by the listed entity to the stock exchanges i.e. the National Stock Exchange of India Limited (NSE) & BSE Limited (BSE),
- Website of the listed entity i.e. **www.eldecogroup.com**,
- Other documents /filings as may be relevant, which has been relied upon to make this certification,

for the year ended on **31st March, 2023**("Review Period") in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, Circulars, Guidelines issued thereunder; and
- The Securities Contract (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:-

- Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (BuyBack of Securities)Regulations, 2018; **-Not Applicable during the Review Period;**
- Securities and Exchange Board of India (Share Based Employee Benefit Schemes)Regulations, 2014;- **Not Applicable during the Review Period;**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **-Not Applicable during the Review Period;**
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference shares) Regulations, 2013-**Not Applicable during the Review Period;**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- **Not Applicable during the Review Period;**





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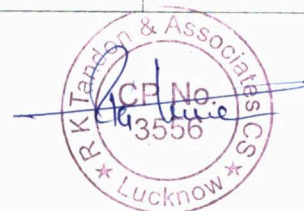
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- j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;
k) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
l) Other applicable regulations and circular /guidelines issued thereunder;

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:-

S.No.	Particulars	Compliance status (Yes/No/ NA)	Observations/Remarks by PCS*
1.	<p><u>Secretarial Standards:</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India(ICSI).</p>	Yes	
2.	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity. All the policies are in conformity with SEBI Regulations and has been reviewed and timely updated as per the regulations/circulars/guidelines issued by SEBI. 	Yes	
3.	<p><u>Maintenance and disclosure on website:</u></p> <ul style="list-style-type: none"> The listed entity is maintaining a functional website. Timely dissemination of the documents/ information under a separate section on the website. Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant documents/section of the website. 	Yes	
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of the Companies Act,2013.</p>	Yes	

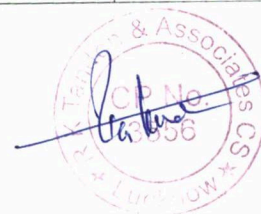




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5.	<p><u>Details related to Subsidiaries of listed entity has been examined:</u></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries.</p>	Yes	
6.	<p><u>Preservation of Documents:</u></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	
7.	<p><u>Performance Evaluation</u></p> <p>The listed entity has conducted performance evaluation of the board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	Yes	
8.	<p><u>Related Party Transactions:</u></p> <p>(a)The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified / rejected by the Audit Committee.</p>	Yes	
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.</p>	Yes	
10.	<p><u>Prohibition of Insider Trading</u></p> <p>The listed entity is in compliance with Regulation 3(5) and 3(6) SEBI(Prohibition</p>	Yes	





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	of Insider Trading) Regulations, 2015.		
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No action taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued there under.	Yes	
12.	<u>Additional Non- compliance , if any :</u> No additional non – compliance observed for any SEBI regulation/ circular/ guidance note etc.	Yes	

and based on 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:-

S. No.	Compliance Requirement (Regulations/circulars/guidelines Including specific clause)	Regulation/Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
-	-	-	-	-	-	-	-	-	-	-

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

S. No.	Compliance Requirement (Regulations/circulars/guidelines Including specific clause)	Regulation/Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
-	-	-	-	-	-	-	-	-	-	-

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We further, report that there was no event of resignation of statutory auditor(s) of the Company/its Material Subsidiaries during the Review Period. Further the compliances of the required conditions w.r.t. to appointment / re-appointment of the statutory auditors in the 37th Annual General Meeting held on September 28, 2022 are complied with. In this regard, we report that company has complied with Para 6(A) and 6 (B) of SEBI Circular No.CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For & on behalf of
R K TANDON & ASSOCIATES


(R K TANDON)
MEMBERSHIP NO: F672
CP NO: 3556

PLACE: LUCKNOW
DATE: 11.05.2023
UDIN: F000672E000289972