SANEH INDUSTRIAL INVESTMENTS LIMITED

Regd. Office : 'Delton House', 4801, Bharat Ram Road 24, Darya Ganj, New Delhi-110 002 (INDIA)
Phone : 91-11-23273907
CIN : L74899DL1980PLC060079

To,
The Manager,
The Calcutta Stock Exchange Limited
7, Lyons Range, Kolkatta-700 001

Date: 30th May, 2023

Subject : Secretarial Compliance Report under Regulation 24 A of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 24 A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Secretarial Compliance Report for the financial year ended on 31st March, 2023 issued by M/s Vaibhav Sharma & Associates, Practicing Company Secretaries.

Kindly take the same on your record in compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

For Saneh Industrial Investments Limited

Authorised Signatory

VAIBHAV SHARMA AND ASSOCIATES
COMPANY SECRETARIES
DG-II, 268-A, VIKAS PURI, NEW DELHI-110018
Tel: 9953901363, Email: sharma.vaibhav129@gmail.com

SECRETARIAL COMPLIANCE REPORT OF M/S SANEH INDUSTRIAL INVESTMENTS LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

To,
The Members,
Saneh Industrial Investments Limited
Delton House 4801, Bharat Ram Road
24 Daryagunj, New Delhi - 110002

We, **M/s Vaibhav Sharma and Associates** have examined:

(a) all the documents and records made available to us and explanation provided by **M/s Saneh Industrial Investments Limited** (hereinafter referred as "the listed entity"),
(b) the filings/ submissions made by the listed entity to the stock exchange,
(c) website of the listed entity,
(d) any other documents/filings, as may be relevant, which has been relied upon to prepare this Certificate.

for the year ended 31st March, 2023 in respect of the 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) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - ***(Not Applicable for reporting audit period);***

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;

(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - ***(Not Applicable for reporting audit period);***

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(e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - ***(Not Applicable for reporting audit period);***

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - ***(Not Applicable for reporting audit period);***

(g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - ***(Not Applicable for reporting audit period);***

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

and based on the 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.	Deviation	Action Taken By	Type of Action	Details of Violation	Fine Amount	Observation/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Regulation 6 of SEBI (LODR) Regulations, 2015	6	Company has not appointed compliance officer	N.A.	N.A.	Company has not appointed compliance officer	N.A.	Company has previously appointed Company Secretary who has resigned on 10.10.2022 however as on 31.03.2023 no appointment was made.	Company is in the process of the appointment of Company Secretary who will designate as a Compliance officer	The Company is looking for prospective candidate to fill the position of the Compliance officer.
2.	Regulation 17 of SEBI (LODR) Regulations, 2015	17	Company has not appointed Independent Director	N.A.	N.A.	Company has not appointed Independent Directors.	N.A.	No Independent Director is appointed by the Company.	As the Company is going under delisting procedure, the company has not appointed Independent Director.	The Company is not doing any business for last 20 years and is under

										delisting process
3.	Regulation 18, 19 and 20 of SEBI (LODR) Regulations, 2015	18, 19, 20	Company has not constituted the Audit, Nomination and Remuneration and Stakeholder Relationship Committee	N.A.	N.A.	Company has not constituted the Audit, Nomination and Remuneration and Stakeholder Relationship Committee	N.A.	Company has not constituted the Audit, Nomination and Remuneration and Stakeholder Relationship Committee	As the Company is going under delisting procedure, the company has not constituted the said committees.	The Company is not doing any business for last 20 years and is under delisting process
4.	Regulation 46 of SEBI (LODR) Regulations, 2015	46	Company does not have a website.	N.A.	N.A.	Company does not have a website.	N.A.	Company does not have a website.	As the Company is very small company and doing no business for last over 20 years. Further as the shares of the company are not traded for more than 20 years and the management of the Company is willing to delist the securities of the company from the Stock Exchange, no website has been launched by the Company.	The Company is not doing any business for last 20 years and is under delisting process

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

S. No.	Compliance Requirement (Regulations / Circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviation	Action Taken By	Type of Action	Details of Violation	Fine Amount	Observation/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Regulation 6 of SEBI (LODR) Regulations, 2015	6	Company has not appointed compliance officer	N.A.	N.A.	Company has not appointed compliance officer	N.A.	Company has previously appointed Company Secretary who has resigned on 10.10.2022 however as on 31.03.2023 no appointment was made.	Company is in the process of the appointment of Company Secretary who will designate as a Compliance officer	The Company is looking for prospective candidate to fill the position of the Compliance officer.
2.	Regulation 17 of SEBI (LODR) Regulations, 2015	17	Company has not appointed Independent Director	N.A.	N.A.	Company has not appointed Independent Directors.	N.A.	No Independent Director is appointed by the Company	As the Company is going under delisting procedure, the company has not appointed Independent Director.	The Company is not doing any business for last 20 years and is under delisting process
3.	Regulation 18, 19 and 20 of SEBI (LODR) Regulations, 2015	18, 19, 20	Company has not constituted the Audit, Nomination and Remuneration and Stakeholder	N.A.	N.A.	Company has not constituted the Audit, Nomination and Remuneration and	N.A.	Company has not constituted the Audit, Nomination and Remuneration and Stakeholder	As the Company is going under delisting procedure, the company has not constituted the said	The Company is not doing any business for last 20 years and is under delisting

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			Relationship Committee			Stakeholder Relationship Committee		Relationship Committee	committees.	process
4.	Regulation 46 of SEBI (LODR) Regulations, 2015	46	Company does not have a website.	N.A.	N.A.	Company does not have a website.	N.A.	Company does not have a website.	As the Company is very small company and doing no business for last over 20 years. Further as the shares of the company are not traded for more than 20 years and the management of the Company is willing to delist the securities of the company from the Stock Exchange, no website has been launched by the Company.	The Company is not doing any business for last 20 years and is under delisting process

We further certify that the Listed Entity has complied with the requirements of paragraph 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMDI/114/2019 dated October 18, 2019, in the terms of appointment of statutory auditors of the Listed Entity.

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We also report in terms of the circulars issued by BSE Limited dated March 16, 2023 and April 10, 2023, respectively, I also affirm the following(s):

S. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
1.	**Secretarial Standards:** The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	--
2.	**Adoption and timely updation of the Policies:** • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities; • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.	Yes	--
3.	**Maintenance and disclosures on Website:** • 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 document(s)/ section of the website.	No	As the Company is very small company and doing no business for last over 20 years. Further as the shares of the company are not traded for more than 20 years and the management of the Company is willing to delist the securities of the company from the Stock Exchange, no website has been launched by the Company.
4.	**Disqualification of Director:** None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	--
5.	**To examine details related to Subsidiaries of listed entities:**	Yes	--

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	(a) Identification of material subsidiary companies; (b) Requirements with respect to disclosure of material as well as other subsidiaries.		
6.	**Preservation of Documents:** 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.	Yes	--
7.	**Performance Evaluation:** 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.	Yes	No such matter to be reported.
8.	**Related Party Transactions:** (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; (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.	Yes	--
9.	**Disclosure of events or information:** 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 thereunder.	Yes	--
10.	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) & 3(6)SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	No insider trading was reported during the period. However the Company has maintained an in-house arrangement to track trading in securities by any insider.

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11.	**Actions taken by SEBI or Stock Exchange(s), if any:** No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Yes	No such matter to be reported.
12.	**Additional Non-compliances, if any:** No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	• Company has previously appointed Company Secretary who has resigned on 10.10.2022 however as on 31.03.2023 no appointment was made. • No Independent Director is appointed by the Company. • Company does not have a website. • Company does not have a website. • Company has not constituted the Audit, Nomination and Remuneration and Stakeholders

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			Relationship Committee

For **M/s Vaibhav Sharma & Associates**

Vaibhav Sharma & Associates
Company Secretaries
C.P. No. 10831
New Delhi

Vaibhav Sharma ACS-30041

Place: New Delhi
Date: 30/05/2023

Vaibhav Sharma
Practicing Company Secretaries
ACS No: 30041, C P No: 10831
UDIN: A030041E000414315