

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,

Date: May 27, 2024

The Manager,

The Calcutta Stock Exchange Limited

7, Lyons Range, Kolkatta-700 001

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, 2024 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-110034
Tel: 9953901363. Email: sharma.vaibhav129@gmail.com

SECRETARIAL COMPLIANCE REPORT OF M/S SANEH INDUSTRIAL INVESTMENTS LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

To,
The Members,
Saneh Industrial Investments Limited
Delton House 4801, Bharat Ram Road
24 Daryaganj, 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)*;
- (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. N o.	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 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
2.	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
3.	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	The Company is not doing any business for last



									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.	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 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
2.	Regulation 18, 19 and 20 of SEBI (LODR) Regulations, 2015	18, 19, 20	Company has not constituted the Audit, Nominatio	N.A.	N.A.	Company has not constituted the Audit,	N.A.	Company has not constituted the Audit, Nominatio	As the Company is going under delisting procedure, the	The Company is not doing any business



			n and Remuneration and Stakeholder Relationship Committee			Nomination and Remuneration and Stakeholder Relationship Committee		n and Remuneration and Stakeholder Relationship Committee	company has not constituted the said committees.	for last 20 years and is under delisting process
3.	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.

We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

S. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
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1.	<u>Secretarial Standards:</u> 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	No
2.	<u>Adoption and timely updation of the Policies:</u> • 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	No
3.	<u>Maintenance and disclosures on Website:</u> • 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.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	No
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies; (b) Requirements with respect to disclosure of material as well as other subsidiaries.	Yes	No



6.	<u>Preservation of Documents:</u> 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	No
7.	<u>Performance Evaluation:</u> 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 except for the Independent Directors. As the Company is going under delisting procedure, the company has not appointed Independent Director.	No
8.	<u>Related Party Transactions:</u> (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	No
9.	<u>Disclosure of events or information:</u> 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	No
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6)SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	No
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the listed entity/ its promoters/	Yes	No



	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.		
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	NA
13.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	No

**Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.



Place: New Delhi
Date: May 27, 2024

For M/s Vaibhav Sharma & Associates

Vaibhav Sharma
ACS-30041

Vaibhav Sharma
Practicing Company Secretaries
ACS No: 30041
C P No: 10831
UDIN: A030041F000457017
Peer Review Cert. No 2289/2022