CS B KRISHNAVENI
B.Com., A.C.A., A.C.S.
COMPANY SECRETARY

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SSPDL LIMITED
3RD FLOOR, SERENE TOWERS
8-2-623/A, ROAD NO.10
BANJARA HILLS
HYDERABAD – 500 034

Secretarial compliance report of SSPDL Limited
for the year ended March 31, 2021

I have examined:

(a) all the documents and records made available to me and explanation provided by ***SSPDL LIMITED***("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 March 31, 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");

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 during 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 during review period)***

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(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; ***(not applicable during review period)***

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***(not applicable during review period)***

(g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; ***(not applicable during review period)***

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

(j) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2015;

Based on the above examination and explanations provided to me, I 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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	In compliance with the requirement under the Regulation 13(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Statement of Investor Complaints for the Quarter ended 30.06.2020 has to be filed within 21 days from the end of the Quarter, i.e on or before 21.07.2020.	Statement of Investor Complaints for the Quarter ended 30.06.2020 was filed on 22.07.2020 as against due date of 21.07.2020. There was a delay of 1 day in filing the Statement of Investor Complaints pursuant to Regulation 13(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	As per the oral explanations given, delay of 1 day in filing the Statement of Investor Complaints for the quarter ended 30.06.2020 was due to inadvertence on the part of Company. The Company has paid a Fine of Rs.1,180/- through NEFT dt 25.08.20as levied by BSE.
2.	In compliance with the requirement under the Regulation 31(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shareholding Pattern for the Quarter ended 30.06.2020 has to be filed within 21 days from the end of the Quarter, i.e on or before	Shareholding pattern under Reg 31(1)(b) for the Quarter ended 30.06.2020 was filed on 22.07.2020 as against due date of 21.07.2020. There was a delay of 1 day in filing the Shareholding Pattern	As per the oral explanations given, delay of 1 day in filing the Shareholding Pattern for the quarter ended 30.06.2020 was due to inadvertence on the part of Company. The Company has paid a

	21.07.2020.	pursuant to Regulation 31(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Fine of Rs.2,360/- through NEFT dt 25.08.20 as levied by BSE.
3.	In compliance with the requirement under the Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Submission of Financial Results for YE 31.03.20 has to be filed within 45 days from the end of the Quarter. However SEBI Vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/ 106 dated June 24, 2020 extended the last date of holding the Board Meeting to 31.07.20 to consider and approve the Financial Results for Year Ended 31.03.20 and last date for Submission of Financial Results for YE 31.03.20.	Financial Results under Reg 33 for the Year ended 31.03.2020 was filed on 20.08.2020 as against due date of 31.07.2020. Board Meeting was held on 20.08.20 beyond the extended time of 31.07.20 to consider and approve the Financial Results for Year Ended 31.03.20. There was a delay of 20 days in filing the Financial Results under Reg 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	As per the explanations given, the Board Meeting could not held within the extended period of 31.07.20 as the Company had yet to appoint 2 Independent Directors and to re-constitute Audit Committee to approve the Financial Results for Year Ended 31.03.20. One Independent Director died on 17.02.20 and another Independent Director resigned on 28.02.20 and both the Directors were Members of the Audit Committee. According to the Company, it tried its best to appoint 2 Directors and submit the Financial Results within the extended date i.e 31.07.20. However the Company could not appoint the Directors due to Lockdowns and continued COVID 19 situation. After appointment of 1 Director on 12.08.20, the Board Meeting was held on 20.08.20 to consider and approve the Financial Results for Year Ended 31.03.20 resulting in a delay of 20 days. There was a delay of 20 days in filing the Financial Results under Reg 33 of Securities and Exchange Board of India (Listing

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			Obligations and Disclosure Requirements) Regulations, 2015. The Company has paid a Fine of Rs.94,400/- through NEFT dt 25.08.20 and Rs.11,800/- vide NEFT dt 05.11.20, totalling to Rs.1,06,200/- as levied by BSE.
4.	As per Regulation 30 – Outcome of Board Meeting (Schedule III Part A-(4) of LODR, Outcome of Board Meeting shall be disclosed to the Exchange(s), within 30 minutes of the closure of the meeting, in case of Consideration of Financial Results.	There has been delay in submitting the Outcome of the Board Meeting beyond 30 minutes of the closure of the meeting, in respect of 3 Board Meetings held on 20.08.20, 15.09.20 & 13.11.20 to consider Financial Results for Year ended 31.03.20, Quarters ended 30.06.20 & 30.09.20 respectively. The delay was 1 Hr 28 Min in the Board Meeting held on 20.08.20, 1 Hr 30 Min in the Board Meeting on 15.09.20 & 2 Hrs 31 Min in the Board Meeting on 13.11.20.	As per the oral explanations given, the delay in all the 3 meetings were due to non receipt of signed Financial Statements by Statutory Auditors within time. The Company contended that as the Meetings were held through video conferencing and as the auditors were present virtually, the signed Financial Statements by Auditors were not received in time. Hence there was delay in submitting the same to BSE within the Stipulated time.
5.	SEBI(Prohibition of Insider Trading) Regulations 2015 relating to the Code of Conduct	The Company has Submitted Report regarding violation under SEBI(Prohibition of Insider Trading) Regulations 2015 relating to the Code of Conduct vide Letter dt 29.08.20 to BSE. The Company has reported that Shares of Designated Person was transferred during closure of Trading Window. <u>Action by Company:</u> It was submitted that the	There has been no further action on this.

		provisions of Code framed by the Co and SEBI(Prohibition of Insider Trading) Regulations, 2015. The Company also advised the Designated Person not to do the Contra Trade as per the Policy of the Company. No amount has been collected for violation of Code of Conduct. The DP had no intention of selling shares. Without any specific instructions from the DP to sell the Shares of the Company, the broker under normal procedure, against the debit balance in his account transferred the shares into their pool account on 13.08.20 The DP was appointed as Director on 12.08.20 and the transaction on 13.08.20.	

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my 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.
1,	BSE	Non Submission of Statement on Investor Complaints within time under Regulation 13(3)	Levied Fine of Rs. 1,180/- which was paid by the Company.	The Company has paid the Fine of Rs. 1,180/- through NEFT dt 25.08.20 as levied by BSE.

		Complaints within time under Regulation 13(3) for Quarter ended 30.06.20		25.08.20 as levied by BSE.
2.	BSE	Non Submission of Financial Results for YE 31.03.20 within time Regulation 33	Levied Fine of Rs. Rs.1,06,200/- which was paid by the Company.	The Company has paid a Fine of Rs.94,400/- through NEFT dt 25.08.20 and Rs.11,800/- vide NEFT dt 05.11.20, totalling to Rs.1,06,200/- as levied by BSE.
3	BSE	Non submission of Shareholding Pattern Regulation 31(1)(b) for Quarter ended 30.06.20	Levied Fine of Rs. 2,360/- which was paid by the Company.	The Company has paid the Fine of Rs. 2,360/- through NEFT dt 25.08.20 as levied by BSE.

(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

Place: Hyderabad
Date: June 21, 2021

UDIN:A009686C000490287

B. KRISHNAVENI Hyderabad Practising Company Secretary

B KRISHNAVENI
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C P No 4286