DM & ASSOCIATES COMPANY SECRETARIES LLP

(LLPIN NO. AAI-4743)

REGD. OFFICE: # 205, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097
Tel No. : 022-8443641 Email: dmassociatesllp@gmail.com

Secretarial Compliance Report of PODDAR HOUSING & DEVELOPMENT LIMITED
For the year ended 31st March, 2021

(Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We DM & Associates, Company Secretaries LLP, have examined:

(a) all the documents and records made available to us and explanation provided by **PODDAR HOUSING & DEVELOPMENT 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 documents / filings, as may be relevant,

which has been relied upon to make this certification, for the year ended 31st March, 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 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:-

I. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
II. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the audit period)**
III. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
IV. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the audit period)**
V. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the audit period)**
VI. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the audit period)**
VII. Securities and Exchange Board of India(Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations,2013; **(Not Applicable to the Company during the audit period)**
VIII. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
IX. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations,2009; **(Not Applicable to the Company during the audit period)**
X. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations,1993 regarding the Companies Act and dealing with client;

And based on the above examination, we hereby report that, during the Review Period:

DM & ASSOCIATES COMPANY SECRETARIES LLP MUMBAI

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ Circulars/Guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
1	Regulation 33 of SEBI (LODR) Regulations,2015	The Company has adopted and submitted Financial Results for Quarter and Half Year ended 30-09-2020 to Stock Exchanges on 27th November,2020 which was required to be done on or before 15th November,2020	The Company has made application for waiver of fine to National Stock Exchange of India Limited as per provisions of SEBI SOP Circular

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from our 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 there under:

Sr. No.	Action taken by	Details of Violation	Details of Action taken e.g. fines, warning, letter, debarment etc.	Observations / Remarks of the Practising Company Secretary, if any
1	National Stock Exchange of India Limited	The Company has adopted and submitted Financial Results for Quarter and Half Year ended 30-09-2020 to Stock Exchanges on 27th November,2020 which was required to be done on or before 15th November,2020 as per Regulation 33 of SEBI (LODR) Regulations, 2015	Fine of Rs. 50000+9000 (GST)	The Company has made application for waiver of fine to National Stock Exchange of India Limited as per provisions of SEBI SOP Circular

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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 31-03-2020	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
None				

Dinesh Kumar Deora-Partner
DM & Associates Company Secretaries LLP
Practicing Company Secretaries
FCS 5683 COP No. 4119
UDIN Number: F005683C000357419

Place: Mumbai
Date: May 22, 2021