

**CS GOPESH SAHU**  
Practicing Company Secretary

Office: 205-A, Anand Tower 117/K/13,  
Sarvodaya Nagar Kanpur-208025  
Contact no: 9450338010  
E-mail id: csgopesh@gmail.com

UDIN: F007100D000353215

## SECRETARIAL COMPLIANCE REPORT

(Pursuant to the SEBI Circular No. CIR/CFD/CMDI/27/2019 dated 8<sup>th</sup> February, 2019)

OF

**SULABH ENGINEERS AND SERVICES LIMITED**

**For the year ended 31.03.2022**

I, **CS Gopesh Sahu**, Proprietor of M/s Gopesh Sahu, Company Secretaries have examined:

- All the documents and records made available to me and explanation provided by the Management of the company **SULABH ENGINEERS AND SERVICES LIMITED**, (CIN L28920MH1983PLC029879) ("the Listed Entity")
- The filings/ submissions made by the listed entity to the BSE Ltd.,
- Website of the Sulabh Engineers and Services Limited,
- Any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended **31<sup>st</sup> March, 2022** ("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 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:-

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- SEBI (Buyback of Securities) Regulations, 2018
- SEBI (Share Based Employee Benefits) Regulations, 2014;



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- (f) SEBI (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) SEBI (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- (i) Circulars/ guidelines issued there under; and based on the above examination, 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 there under as applicable to it. However, the regulations mentioned above under (b) and (d) to (g) is not applicable for reporting period.
- The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.
- (b) 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 Practicing Company Secretary, if any.
01.	SEBI, Enforcement Directorate	SEBI Act and the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 (PFUTP Regulations" for short)	SEBI conducted an investigation for the period December 1, 2011 to January 7, 2015 in order to ascertain as to whether there was any violation of the provisions of the SEBI Act and the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 („PFUTP Regulations" for short). The investigation	The Hon'ble Securities Appellate Tribunal has passed an Order dated 29.04.2022 in the matter of Appeals filed against Order dated 03 <sup>rd</sup> September, 2020 read with Corrigendum Order dated 07 <sup>th</sup> September, 2020. The said Order has been uploaded on the website of



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			<p>was divided into four patches. Patch 1-A was for the period December 1, 2011 to August 16, 2012 wherein there was a price rise by selling miniscule quantity of shares by connected noticees. Patch 1-B was price rise before the pre-split of the shares and beginning of the sale of the shares by the preferential allottees for the period August 17, 2012 to February 1, 2013. Patch- 2 was for the period February 4, 2013 to July 22, 2014 which was price rise and sale of the shares post split of the shares and Patch – 3 was the price fall during the period July 23, 2014 to January 06, 2015.</p>	<p>Hon'ble Securities Appellate Tribunal i.e. sat.gov.in on 04<sup>th</sup> May, 2022.</p>
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(c) 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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity



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<p>1 SEBI vide its Final Order WTM/MB/IVD/ID4/8865/2020-21 dated September 3, 2020 have restrained the company from accessing security market for the period of One year effective from the date of this order and also prohibited from buying, selling or otherwise dealing in securities, directly or indirectly, or being associated with the securities market in any manner for the same period, from the date of order.</p>	<p>--</p>	<p>The Appeal No. 195 of 2020 filed by the company against the order with the Securities Appellate Tribunal has been dismissed; the Company is now planning to move to Hon'ble Supreme Court against the said order.</p>	<p>The matter being sub judice need no to comment upon</p>
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Place: Kanpur

Date: 20/05/2022



CS Gopesh Sahu

FCS No.: 7100

CP No.: 7800