

ANNUAL SECRETARIAL COMPLIANCE REPORT OF
HARIYANA SHIP-BREAKERS LIMITED FOR THE YEAR ENDED MARCH 31, 2021

To,
The Board of Directors,
HARIYANA SHIP-BREAKERS LIMITED,
156, Maker Chambers VI,
220 Jamnalal Bajaj Marg,
Nariman Point,
Mumbai – 400 021

We have conducted the Annual Secretarial Compliance Audit of **HARIYANA SHIP-BREAKERS LIMITED** (*hereinafter referred to as "the Company"*) in terms of compliance with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, have examined all the:

- a) documents and records made available to us and explanation provided by the Company;
- b) the filings/ submissions made by the Company with Securities and Exchange Board of India ("SEBI") and the Stock Exchanges;
- c) other relevant documents/ filings,
- d) content on the website of the Company;

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 and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956, rules made thereunder and the Regulations, circulars, guidelines issued thereunder by SEBI.

The specific Regulations; whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- c) SEBI (Depositories and Participants) Regulations, 2018;
- d) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;
- e) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

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- f) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not Applicable to the Company during the Review Period);
- g) SEBI (Share Based Employee Benefits) Regulations, 2014 (Not Applicable to the Company during the Review Period);
- h) SEBI (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Review Period);
- i) SEBI (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Review Period);
- j) SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Not applicable to the Company during the Review Period).

Based on the above examination, we hereby report that, during the Review Period, the Company has:

- a) complied with all the applicable provisions of the above Regulations and circulars/ guidelines issued thereunder;
- b) maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder, to the extent applicable.

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 the matter specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Non-compliance of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI vide circular no. SEBI/HO/CFD/CMD1 /CIR/P/2020/140 dated July 29, 2020 – Submission of financial results with the stock exchange.	The Company had not submitted the Financial results for the Quarter ended June 30, 2020, within the stipulated time.	The Company approved the financial statement for quarter ended June, 2020 on September 18, 2020 and the same was submitted to the stock exchange on delayed basis. The Company has duly paid the Standard Operating Procedures (SOP) fine levied by the stock exchange.



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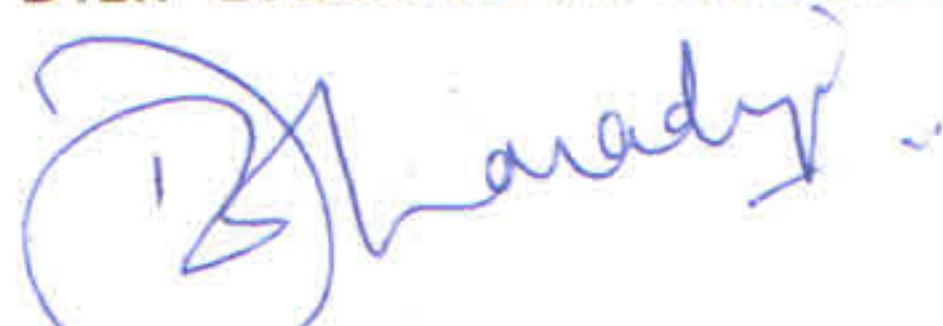
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- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors 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	Bombay Stock Exchange (BSE)	Non-compliance of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI vide circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/140 dated July 29, 2020 – Submission of financial results with the stock exchange	Fine of Rs. 5,000/- per day (computed till September 17, 2020) i.e. 15,000/- plus GST paid to BSE pursuant to their email dated October 16, 2020	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on October 26, 2020

- d) We further confirm that the Secretarial Compliance Report of the previous year dated July 10, 2020 was clean and unqualified.

For DILIP BHARADIYA & ASSOCIATES



DILIP BHARADIYA

Proprietor

FCS No.: 7956, C P No.: 6740

UDIN: F007956C000540061



Place: Mumbai

Date: June 29, 2021