

**ASHITA KAUL & ASSOCIATES**  
**Company Secretaries**  
**F-76-A, 1st Floor, Eternity Commercial Complex,**  
**Teen Haath Naka, LBS Marg, Thane West-400604**  
**Phone: 9892332128**

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**ANNUAL SECRETARIAL COMPLIANCE REPORT OF  
LADAM AFFORDABLE HOUSING LIMITED FOR THE  
YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

*[Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019  
and NSE & BSE Circulars dated March 16, 2023 and April 10, 2023]*

To,  
**Ladam Affordable Housing Limited**  
Plot No. C-33, Road No. 28 Wagle Inds. Estate,  
Thane Maharashtra 400604 India  
**BSE Scrip Code: 540026**

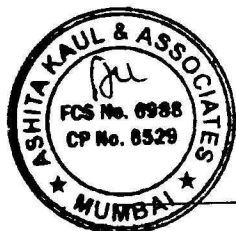
We, M/s. Ashita Kaul & Associates have examined:

- a) all the documents and records made available to us and explanation provided by **Ladam Affordable Housing 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 financial year ended 31<sup>st</sup> March, 2023 (“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:



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- 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**
- 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**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;**Not Applicable**
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

and circulars/ guidelines issued thereunder and based on the above examination, I hereby report that, during the Review Period:

**Additional Affirmations:**

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	<u>Secretarial standard:</u> The Compliance of listed entities are in accordance with the Secretarial Standards issued by the Institute of Company Secretaries of India	Yes	-
2.	<u>Adoption and timely updation of the policies:</u> <ul style="list-style-type: none"><li>• All applicable policies under SEBI regulations are adopted with the approval of board of directors of the listed entities.</li><li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the</li></ul>	Yes	



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	regulations/circulars/guidelines issued by SEBI		
3.	<p><u>Maintenance and disclosure on Website:</u></p> <ul style="list-style-type: none"> <li>• The listed entity is maintaining a functional website.</li> <li>• Timely dissemination of the documents/information under separate section on website.</li> <li>• Web-links provided in annual corporate governance reports under Regulation 27 (2) are accurate and specific which re-directs to the relevant documents/section of the website.</li> </ul>	Yes	-
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the company are disqualified under section 164 of companies Act,2013</p>	Yes	-
5.	<p><u>To examine details related to subsidiaries of listed entites:</u></p> <ul style="list-style-type: none"> <li>a) Identification of material subsidiary companies.</li> <li>b) Requirements with respect to disclosure of material as well as other subsidiaries.</li> </ul>	Yes	-
6.	<p><u>Preservation of Documents:</u></p> <p>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.</p>	Yes	-
7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and</p>		



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	the committees at the start of every financial year as prescribed in SEBI regulations.	Yes	-
8.	<p><u>Related Party Transactions:</u></p> <p>a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>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.</p>	<p>a) Yes</p> <p>b) NA</p>	-
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosures under regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	-
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) and 3(6) SEBI (Prohibition of Insider Trading), Regulations 2015.</p>	Yes	-
11.	<p><u>Actions taken by SEBI or stock exchange , if any:</u></p> <p>No actions taken against the listed entity/its investment manager/directors/subsidiaries either by SEBI or by stock exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/ guidelines issued thereunder.</p>	N/A	There were no actions taken by SEBI or Stock Exchange(s)
12.	<p><u>Additional Non-compliances, if any:</u></p> <p>No any additional non-compliance observed for all SEBI regulation/circular/guidance note.</p>	N/A	There were no non-compliances by the company



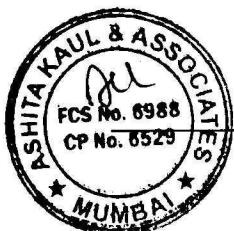
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We further report that during the Review Period:

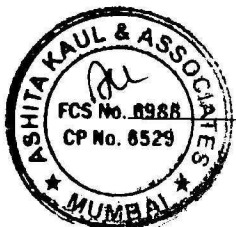
- a) The provisions of Para 6(A) and 6(B) of SEBI Circular CIR/CFD/CMDI/114/2019 dated October 18, 2019, were not applicable to the listed entity
- b) The listed entity has mostly complied with the provisions of the above Regulations and circulars/guidelines issued there under expect in respect of matters specified below:

Sr. No.	Compliance Requirements (Regulation/ Circulars/ Guidelines)	Regulation/ Circular Numbers	Deviation	Action taken by	Type of Action	Details of violation	Fine Amount	Observation/ Remarks	Management Response	Remark
1.	The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board.	Regulation 31(2) of LODR, 2015	800,000 Number of shares held by Mr. Bharat Bhushan Aggarwal – Promoter of listed entity are not in dematerialized form	-	-	This is a violation of Reg. 31(2) since part of promoter's shares are not in dematerialized form.	-	As informed by management the shares are pledged to secure a loan taken by an associate company and physical share certificates have been handed over to Lender. Therefore, this is a violation of Reg. 31(2) since part of promoter's shares are not in dematerialized form.	The shares are pledged to secure a loan taken by an associate company and physical share certificates have been handed over to Lender.	-



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2.	Non-submission/ Deficiency in disclosure with respect to Cessation/Resignati on of Independent Director	As per the provisions of Regulation 30(6), the listed entity shall first disclose to stock exchange(s) of all events, as specified in Part A of Schedule III	Company missed to disclose the details of resignation of Mrs. Yamini Sejpal, Independent Director in the format prescribed as per Regulation 30(6) read with schedule III of SEBI (LODR) Regulations.	-	-	Company missed to disclose the details of resignation of Mrs. Yamini Sejpal, Independent Director in the format prescribed as per Regulation 30(6) read with schedule III of SEBI (LODR) Regulations.	-	The Company disclosed details of resignation of Mrs. Yamini Sejpal, Independent Director in the format prescribed as per Regulation 30(6) read with schedule III of SEBI (LODR) Regulations on BSE Limited on 18.01.2023	In the hurry of meeting the timelines of disclosure, inadvertently and without any malafide intention, the Company missed to disclose the details of resignation of Mrs. Yamini Sejpal, Independent Director in the format prescribed as per Regulation 30(6) read with schedule III of SEBI (LODR) Regulations.	-
3.	Late submission with respect to Outcome of Board Meeting	As per the provisions of Regulation 30(6) and Schedule III of SEBI	Delay in submission of Board Meeting outcome of Financial Results for the	-	-	Delay in submission of Board Meeting outcome of Financial	-	The Management informed that the company has delayed in submission of Board Meeting outcome due to	Due to technical issues of system and Power Failure we were unable to upload the outcome within	-

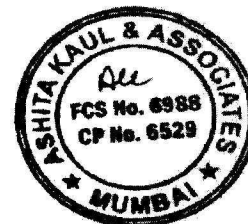


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	(LODR) Regulations, 2015 read with SEBI Circular CIR/CFD/MD/4/2015 dated September 09, 2015, the listed entity shall disclose to the Exchange(s) within 30 minutes of the closure of the meeting	Quarter ended December 2022.			Results for the Quarter ended December 2022.	technical issues of system and Power Failure which was out of the human control.	the time limited as prescribed under Regulation 30(6) and SEBI III of SEBI(LODR) REGULATIONS, 2015 Further, we state that due to circumstances which was not in scope of human control we had tried our best to upload the same without any malafide intention.
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For Ashita Kaul & Associates  
Practicing Company Secretaries



*Ashita*

Proprietor  
FCS 6988/CP 6529  
Peer Review: 1718/2023

Place: Thane  
Date: 30.05.2023  
UDIN: F006988E000419983

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**Annexure A**

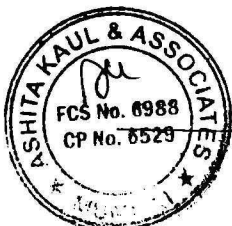
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Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Listed Entity. Our responsibility is to express an opinion on these secretarial records based on our audit.
  2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. Some part of Audit was conducted offline. We have also conducted online verification and examination of the relevant documents and records as facilitated by the listed entity for the purpose of issuing this Annual Secretarial Compliance Report. The verification was done on test basis to ensure that correct facts
- c.) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr.no	Compliance Requirement (Regulations/circulars/guideline including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of The Practicing Company Secretary	Management Response	Remarks
1	The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board.	Regulation 31(2) of LODR, 2015	800,000 Number of shares held by Mr. Bharat Bhushan Aggarwal - Promoter of listed entity are	-	-	This is a violation of Reg. 31(2) since part of promoter's shares are not	-	As informed by management the shares are pledged to secure a loan taken by an associate company and physical share certificates have been handed over to	The shares are pledged to secure a loan taken by an associate company and physical share certificates have been handed over to	





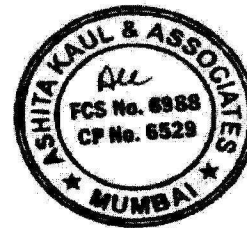
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			not in dematerialized form			in dematerialized form.		Lender. Therefore this is a violation of Reg. 31(2) since part of promoter's shares are not in dematerialized form.	Lender.	
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are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the listed entity.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of SEBI laws, rules, regulation and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of compliance done by the listed entity.
6. The Annual Secretarial Compliance Report 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.

**For Ashita Kaul & Associates**  
**Practicing Company Secretaries**



*Ashita*

**Proprietor**  
**FCS 6988/CP 6529**  
**Peer Review: 1718/2022**

**Place: Thane**  
**Date: 30.05.2023**  
**UDIN: F006988E000419983**