

LANDMARC

Leisure Corporation Limited

CIN: L65990MH1991PLC060535

July 1, 2022

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Dear Sirs,

Scrip Code: 532275

Sub: Secretarial Compliance Report for the Year Ended March 31, 2022

Please find attached herewith the Secretarial Compliance Report for the year ended March 31, 2022 pursuant to Regulation 24(A) of LODR 2015

Please take note of the same.

Thanking you,

Yours faithfully,

For **Landmarc Leisure Corporation Limited**

K.R. Mahadevan
Whole Time Director
DIN: 07485859

**SECRETARIAL COMPLIANCE REPORT OF
LANDMARC LEISURE CORPORATION LIMITED
FOR THE YEAR ENDED MARCH 31, 2022**

I, CS NithishBangera, have examined:

- a) all the documents and records made available to us and explanation provided by **LANDMARC LEISURE CORPORATION 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, 2022 (“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:-

- 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;
- 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;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued there under;

and based on the above examination, I hereby report that, during the Review Period:

NVB & Associates

Ground Floor, Demelo Apartment,
S.V. Road, Behind Vijay Sales,
Goregaon West, Mumbai -- 400 104

Practising Company Secretaries
Mob. +91 8097793779
Email – nitfish@nvba.in

- 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 Practicing Company Secretary
1.	For the quarter ended June, 2021 A) Regulation 31 Delay in filing of shareholding pattern within the period prescribed B) Regulation 17(1) Non-compliance with the requirements pertaining to appointment or continuation of Non-executive director who has attained the age of seventy-five years	 Delayed by 2 days Total fine payable Rs. 4,720/- Rs. 2,000 per day (computed till quarter ended June 30, 2021) Total fine payable Rs. 82,600/-	 Delay in filing was due to lockdown and the office being closed due to Central and State Government In the annual General Meeting held on December 22, 2022 Company Appointed Independent Non-executive Director for a period of five years with effect from April 12, 2022 till April 11, 2026 through special Resolution.
2.	For the quarter ended December, 2021 A) Regulation 31 Delay in filing of shareholding pattern within the period prescribed	 Delayed by 1 day Total fine payable Rs. 2,360/-	 Delay in filing was due to lockdown and the office being closed due to Central and State Government

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	B) Regulation 6 (1) Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Total fine payable Rs. 11,800/-	The Ex-Company Secretary of the Company resigned during May 22, 2021, six month period for compliance ended on November 22 2021, however due to lockdown no Company Secretary were ready to join nor could the corporate office be kept open for interview, new Company secretary joined on December 2, 2021. Non-compliance period from November 2021 to December 2021 was due to lockdown.
3.	SEBI vide order dated January 20, 2022 has imposed penalty on company and its director	Non Compliance of LODR	Company has paid the penalty

Company has received emails from BSE for delayed compliance. The Company has applied for waiver as its office was closed due to declaration of lock down by various circular issued by Central and state Government.

- 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 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 there under:

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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	Delay in compliance of SEBI LODR	Fine Imposed by BSE	Company is in touch with BSE for waiver of the fine.

- 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 March 2021 (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
1.	Delayed filing under Regulation 31 -Shareholding pattern, 27(2)- Corporate Governance Report, Reg 13(3) - Investor Grievance Report for June 2020 Quarter	Late filing	Company has applied for waiver of fine	Reply from BSE awaited for waiver of fine
2.	Delayed filing under Regulation 31 -Shareholding pattern 13(3) - Investor Grievance Report for	Late filing	Company has applied for waiver of fine	Reply from BSE awaited for waiver of fine

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	March 2021 Quarter			
3.	Delayed intimate to Stock Exchange for the Board Meeting conducted during September 2020	Late filing	Request made by the company to the BSE through email dated Feb 10, 2021	The BSE imposed penalty to the company for delayed intimation and the same was waived off by the BSE
4.	The Company has not paid custodial fees of NSDL	Delay in payment of fees	Company has paid the fees	Fees paid however delayed
5.	The company has not paid Listing Fees of BSE.	Delay in payment of fees	Fees paid in tranches	Fees paid in tranches

For NVB & Associates
Practising Company Secretaries




Nithish Bangera
Proprietor

Place: Mumbai
Date: June 30, 2022

UDIN: A012268D000547440
PEER REVIEW No. : S2016MH373700