



SKY GOLD
— Limited —

Date: 09/05/2023

To,
BSE Limited
Chinaze Veejeshwar Towers,
25th Floor, Dalai Street, Fort,
Mumbai 400001

Scrip Code: 541967

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051

Trading Symbol: SKYGOLD

Subject: Annual Secretarial Compliance Report of the Company for the year ended March 31, 2023, pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirement) (Amendment) Regulations, 2018.

Dear Sir / Madam,

Please find enclosed herewith, the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2023, pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirement) (Amendment) Regulations, 2018.

Request you to kindly take note of the above in your records.

Thanking you,

DARSHAN
RAMESH
CHAUHAN

Digitally signed by
DARSHAN
RAMESH
CHAUHAN
Date: 2023.05.09

Shivang G Goyal & Associates

Company Secretaries

Unit No. 104, Mhada Building, Near Fort Fire Station, Maruti Cross Lane, Bora Bazar, Mumbai 400001, Maharashtra, India

Secretarial Compliance Report of Sky Gold Limited

For the year ended March 31, 2023

To
The Board of Directors,
Sky Gold Limited
Gala no 101,102,103, 1st Floor,
Raja Indl Estate Sarvoday Nagar,
Jain Mandir Road, Mulund (West)
Mumbai City Maharashtra 400080

I, **Shivang Goyal, Practicing Company Secretary** have examined:

- (a) all the documents and records made available to us and the explanation provided by **Sky Gold 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 on March 31, 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, and guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder, and the Regulations, circulars, and 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: -

- (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; - **(Not applicable to the listed entity during the Review Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **(Not applicable to the listed entity during the Review Period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021; - **(Not applicable to the listed entity during the Review Period)**
- (g) Securities and Exchange Board of India Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013; - **(Not applicable to the listed entity during the Review Period)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars/ guidelines issued thereunder;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act, 2013 and dealing with client;
- (k) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - **(Not applicable to the listed entity during the Review Period)**

and circulars/ guidelines issued thereunder. Further, SEBI circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in respect of Resignation of statutory auditors from listed entities and their material subsidiaries is not applicable during the Review Period 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 matters specified below:

Sr. No.	Compliance Requirement (Regulations /Circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action (Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company)	Management Response
	Not Any	N.A.	Not Any	Not Any	Not Any	Not Any	NIL	Not Any	NA

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder 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/ 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 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.
NIL				

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

Sr. No.	Compliance Requirement (Regulations /Circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action (Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company)	Management Response
	Not Any	N.A.	Not Any	Not Any	Not Any	Not Any	NIL	Not Any	NA

Further to the matter and as advised in the BSE Notice No. 20230329-21 dated 29th March 2023 as well as BSE Notice No. 20230410-41 dated 10th April 2023, following are the additional information which is the parts of ongoing Annual Secretarial Audit Report –

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<u>Secretarial Standards:</u> The compliances of listed entities are in accordance with the Auditing Standards issued by ICSI, namely CSAS-1 to CSAS-3	Yes	Not Any

2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ 	Yes	Not Any
		Yes	Not Any

	<p>circulars/guidelines issued by SEBI</p>		
3.	<p><u>Maintenance and disclosures on the Website:</u></p> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website 	<p>Yes</p> <p>Yes</p> <p>Yes</p>	<p>Not Any</p> <p>Not Any</p> <p>Not Any</p>
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013</p>	<p>Yes</p>	<p>Not Any</p>
5.	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies (b) Requirements with respect to the disclosure of material as well as other subsidiaries</p>	<p>Yes</p>	<p>Not Any</p>
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>	<p>Yes</p>	<p>Not Any</p>

7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted a performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations</p>	Yes	Not Any
8.	<p><u>Related Party Transactions:</u></p> <ul style="list-style-type: none"> • The listed entity has obtained prior approval of the Audit Committee for all Related party transactions • In case no prior approval is obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved /ratified/ rejected by the Audit Committee 	<p>Yes</p> <p>No such Case</p>	<p>Not Any</p> <p>Not Any</p>
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	Not Any
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance</p>	Yes	Not Any

	the Standard Operating Procedures issued by SEBI through various circulars) under		
	SEBI regulations and circulars/guidelines issued thereunder		
12.	Additional Non-compliances, if any:	NA	Not Any

**For Shivang G Goyal & Associates
Company Secretaries**

SHIVANG

GHANSHYAM GOYAL

Digitally signed by SHIVANG
GHANSHYAM GOYAL
Date: 2023.05.09 12:34:25
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