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Sinclairs Hotels Limited

Regd. Office: Pressman House, 10A Lee Road, Kolkata 700 020, t: 9007540731
e: cs@sinclairshotels.com, CIN: L55101WB1971PLC028152

BURDWAN | DARJEELING | DOOARS | GANGTOK | KALIMPONG | OOTY | PORT BLAIR | SILIGURI

www.sinclairsindia.com



**Annual Secretarial Compliance Report of Sinclairs Hotels Ltd for the financial year ended
31st March, 2021**

I, Arup Kumar Roy have examined:

- (a) all the documents and reports made available to us and explanation provided by Sinclairs Hotels Ltd - CIN L55101WB1971PLC028152 ("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 31st March, 2021 ("Review period"), in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1956 ("SEBI Act") and the Regulations, Circulars, Guidelines, Manual thereunder and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, Circulars, Guidelines thereunder including 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 Regulations and Exchange Requirements) Regulations, 2008;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - Not applicable during the review period;
- (c) Securities and Exchange Board of India (Issue of Capital and Exchange Requirements) Regulations, 2009 (Amended November 9, 2012) - Not applicable during the review period;
- (d) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2007;
- (e) Securities and Exchange Board of India (Regulation of Corporate Governance) Regulations, 2009; - Not applicable during the review period;
- (f) Securities and Exchange Board of India (Issue of Debt) Regulations (General) Regulations, 2008 - Not applicable during the review period;
- (g) Securities and Exchange Board of India (Issue of Debt Securities) Regulations, 2008; - Not applicable during the review period;
- (h) Securities and Exchange Board of India (Issue of Preference Shares and Redeemable Preference Shares) Regulations, 2008 - Not applicable during the review period;
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2008;
- (j) The Securities and Exchange Board of India (Regulation of Securities and Stock Exchange) Regulations, 1992;
- (k) The Securities and Exchange Board of India (Disclosure of Information) Regulations, 2008; - Not applicable during the review period;
- (l) Any other regulations, circulars issued by SEBI applicable to the Company.



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 thereunder, **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
None			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) Since the auditor has already been appointed, the Company has sent the Statutory Auditors intimation regarding revision of their terms of appointment clause to give effect to 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.
- (d) 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.
None				

- (e) 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
Not Applicable				

Place : Kolkata
Date : 14th June, 2021

Signature: 
Arup Kumar Roy

Membership No.: ACS 6784
C. P No.: 9597

UDIN: **1006784C000455991**

