

**NAVKAR URBANSTRUCTURE LIMITED**  
**(Formerly Known as Navkar Builders Limited)**

304, Circle P, NearPrahladnagarGarden, AnandNagar, Ahmedabad, Gujarat - 380051  
CIN: L45200GJ1992PLC017761Tele Ph. : 079 – 48484095  
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30<sup>th</sup> May, 2022

To

The General Manager-Listing  
Corporate Relationship Department  
BSE Limited, Ground Floor,  
P.J. Towers, Dalal Street, Mumbai

Scrip Code: 531494

Dear Sir/Madam,

SUB: - Annual Secretarial Compliance Report for the F.Y. 2021-22

Pursuant to Regulation 24A of SEBI (LODR) Regulations 2015, please find enclosed herewith Annual Secretarial Compliance Report for the F.Y. 2021-22.

You are requested to take the same on record.

Thanking you,

Yours faithfully

For Navkar Urbanstructure Limited



Harsh Shah

Managing Director

DIN: 01662085



**Secretarial compliance report of Navkar Urbanstructure Limited for the year ended  
31<sup>st</sup> March, 2022**

I, Rupal Patel, Practising Company Secretary, having office at 303, Prasad Tower, Opp. Jain Derasar, S.M. Road, Nehrunagar Char Rasta, Ahmedabad – 380015 have examined:

- (a) all the documents and records made available to us and explanation provided by Navkar Builders Limited (“the listed entity”) having registered office at 304, Circle P, near Prahlad Nagar, S.G. Highway, Ahmedabad - 380051,
- (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 31<sup>st</sup> March, 2022 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 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:-

- (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 as there is no instance of Buyback during the year under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as there is no instance of Share Based Employee Benefits during the year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable as there is no instance of Issue and Listing of Debt Securities during the year under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable as there is no instance of Issue and Listing of Debt Securities during the year under review;**
- (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:



- (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:-

<b>Sr. No</b>	<b>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</b>	<b>Deviations</b>	<b>Observations/ Remarks of the Practising Company Secretary</b>
1.	Regulation 33(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Late submission of Limited Review Report which was left to be uploaded while submitting Financial Result for the quarter and half year ended on 30.09.2021	The company has later on complied with the requirement as set up under SEBI (LODR) 2015 on 10.01.2022
2	Non Compliance with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	The company has not submitted Annual Secretarial Compliance Report for FY 2020-21 within time.	Penalty paid to BSE and appeal made by company is in process with the office of the BSE Ltd.
3	Non Compliance with Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	The company has not submitted Related Party Disclosure Report for FY 2020-21 within time	Penalty paid to BSE and appeal made by company is in process with the office of the BSE Ltd.

- (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:



Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary, if any.
1	BSE Limited	Reg-34 of SEBI (LODR) Regulation, 2015 for FY 2013-14	Fine	The company has paid fine to BSE Ltd
2	BSE Limited	Reg-34 of SEBI (LODR) Regulation, 2015 for FY 2014-15	Fine	The company has paid fine to BSE Ltd
3	BSE Limited	Reg-34 of SEBI (LODR) Regulation, 2015 for FY 2015-16	Fine	The company has paid fine to BSE Ltd.
4	BSE Limited	Reg-31 of SEBI (LODR) Regulation, 2015. Late submission of Shareholding pattern for quarter ended on March 2016	Fine	The company has paid fine to BSE Ltd.
5	BSE Limited	Reg-34 of SEBI (LODR) Regulation, 2015. Later submission of Annual Report for FY 2018-19	Fine	The company has paid fine to BSE Ltd.
6	BSE Limited	Reg-29(2) and 29(3) of SEBI (LODR) Regulation, 2015.	Fine	The company has paid fine to BSE Ltd.
7	BSE Limited	Reg-6(1) of SEBI (LODR) Regulation, 2015 for quarter	Fine	The company has paid fine to BSE Ltd.



		ended on December 2018 to September 2019.		
8	BSE Limited	Reg-17(1) of SEBI (LODR) Regulation, 2015 for quarter ended on June 2019.	Fine	The company has paid fine to BSE Ltd.
9	BSE Limited	Reg-34 of SEBI (LODR) Regulation, 2015. Later submission of Annual Report for FY 2019-20	Fine	The company has paid fine to BSE Ltd.
10	BSE Limited	Reg-23(9) of SEBI (LODR) Regulation, 2015. Late submission disclosure for related party transactions for period ended 31.03.2021	Fine	The company has paid fine to BSE Ltd
11	BSE Limited	Reg-24(a) of SEBI (LODR) Regulation, 2015. Late submission disclosure for related party transactions for period ended 31.03.2021	Fine	The company has paid fine to BSE Ltd

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

<b>Sr. No.</b>	<b>Observations of the Practicing Company Secretary in the previous reports</b>	<b>Observations made in the secretarial compliance report for the year ended 31<sup>st</sup> March, 2021 (The years are to be mentioned)</b>	<b>Actions taken by the listed entity, if any</b>	<b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>
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1	The Company has not opened Dividend Account for payment of dividend during the year under review.	The qualification remark is complied with in the Year 2019-20 and hence no comment is required in the secretarial report for the year ended on 31st March, 2020.	Company has opened their dividend account with ICICI Bank at S.G.Highway Branch.	In the absence to detailed reconciliation of dividend account (FY 2017-18, 2018-19) with the respective name of shareholders name, we could not check and reconciled.
2	Non Compliance Regulation 27(2)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-compliance w.r.t. the sign of Compliance officer or CFO in quarterly corporate governance report	Nil	No Comment
3	Non Compliance Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Equity Listing Agreement and Rules, Bye-laws and Regulations of the Exchange.	Delay payment of Annual listing fees.	Company has paid Annual listing fee as on date.	The Board of Directors of the Company has taken serious note of the non compliance and onwards, the Company has complied with the requirement.
4	Delay in submitting Annual Report to BSE.	The company has made not made disclosure of Annual Report for A.Y. 2019-20 to Stock Exchange within due time period.	The company has submitted Annual Report to BSE on 26/01/2021.	The Board of Directors of the Company has taken serious note of the non compliance and onwards, the Company has complied with the requirement.



**Date: 30/05/2022**  
**Place: Ahmedabad**

**Signature:**  
**Name of Practicing Company Secretary: Rupal Patel**  
**C. P. No.: 3803**  
**FCS No. 6275**  
**UDIN: F006275D000437090**



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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My Responsibility is to express an opinion on these secretarial records, based on my inspection of records produced before us for Audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for expression of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and my report is not covering observations/comments/weaknesses already pointed out by the other Auditors, if any.
4. Wherever required, I have obtained the Management representation/reports/certificates of technical subject experts about the compliance of laws, rules and regulations, happening of events, etc. and relied upon.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis and to give my opinion whether Company has proper Board processes and Compliance-mechanism in place or not.
6. The Secretarial Compliance Report is to be read along with Secretarial Audit Report of the corresponding period.
7. The Secretarial Compliance Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Date: 30/05/2022**  
**Place: Ahmedabad**

**Signature:**  
**Name of Practicing Company Secretary: Rupal Patel**  
**C. P. No.: 3803**  
**FCS No. 6275**  
**UDIN: F006275D000437090**