



**25<sup>th</sup> April, 2025**

**To,  
The General Manager,  
Department of Corporate Services  
BSE Limited  
P.J. Towers, Dalal Street  
Fort, Mumbai-400001**

**Subject: Annual Secretarial Compliance Report for the F.Y.2024-25**

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019 and various Circulars and Notifications as issued by the Securities and Exchange Board of India and Stock Exchange from time to time with regard to filing of Annual Secretarial Compliance Report. Accordingly, we enclose herewith Annual Secretarial Compliance Report of the Company certified by Mrs. Reena Bansal, Practicing Company Secretaries for the financial year ended 31<sup>st</sup> March, 2025.

The above said report will also be uploaded on Company's website i.e. [www.shplpune.com](http://www.shplpune.com)

Thanking you,

Yours Faithfully

**For Sayaji Hotels (Pune) Limited**

**Kajal Jain  
Company Secretary and Compliance Officer**

Enc. As above

**SAYAJI HOTELS (PUNE) LIMITED, CORPORATE OFFICE**

**Address:** C/o H/1, Scheme No. 54, Vijay Nagar, Indore (MP)-452010 IN

**Phone No.** +0731-4006666 | **E-mail** cs@shplpune.com

**Regd.Office :** Near, Kala Ghoda Circle, Sayajiganj, Vadodara, Gujarat- 390020 IN

**CIN:** - L55204GJ2018PLC161133 | **Phone No.:** 0265-2363030

**Website:** www.shplpune.com



**ANNUAL SECRETARIAL COMPLIANCE REPORT**

**OF**

**SAYAJI HOTELS (PUNE) LIMITED**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**

[Under Regulation 24 A of Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

**To,**

**The Members,  
Sayaji Hotels (Pune) Limited**

**CIN- L55204GJ2018PLC161133**

**Near, Kala Ghoda Circle, Sayajiganj, Vadodara,  
Vadodara, Gujarat, India, 390020**

I, Reena Bansal, Proprietor of Reena Bansal & Associates, Company Secretaries have examined:

(a) all the documents and records made available to us and explanation provided by **Sayaji Hotels (Pune) 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 documents/filings which were relevant and has been relied upon to make this certification,

**for the financial year ended March 31, 2025 ("the Review Period") in respect of compliance with the provisions of:**

(a) Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(b) Securities Contracts (Regulation) Act, 1956 ("SCRA"), and the rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI").

I. The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:





- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable for the review period)**
- e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable for the review period)**
- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable for the review period)**
- g) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable for the review period)**

And circulars/guidelines issued thereunder 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:

- Refer Annexure "A" annexed to the Report

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

- Refer Annexure "B" annexed to the Report

II. I further report that during the Review period

The listed entity has complied with the requirements of Structural Digital Data Base in terms of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 including various Circulars issued by SEBI thereunder and Circular (s) issued by BSE Limited dated 16<sup>th</sup> March, 2023.

Based on the above examination and the explanations and confirmations furnished to us by the listed entity, its officers and representatives, we hereby report that, during the Review Period:

Sr. No.	Particulars	Compliance Status (Yes/ No/NA)	Observations /Remarks by
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			PCS*
1.	<b><u>Secretarial Standards:</u></b>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (Secretarial Standard -1 and Secretarial Standard- 2) issued by the Institute of Company Secretaries of India.	Yes	None
2.	<b><u>Adoption and timely updation of the Policies:</u></b>  <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 entity.</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes	None
3.	<b><u>Maintenance and disclosures on Website:</u></b>  <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website.</li> <li>• Timely dissemination of the documents/ information under a separate section on the website.</li> <li>• Web-links provided in annual corporate governance report under Regulation 27(2) of SEBI LODR Regulations, 2015 are accurate and specific which re directs to the relevant document(s)/ section of the website.</li> <li>•</li> </ul>	Yes	None
4.	<b><u>Disqualification of Directors:</u></b>  None of the Directors of the listed entity were / are disqualified under section 164 of Companies Act, 2013.	Yes	None
5.	<b><u>Details related to Subsidiaries of the listed entity:</u></b>  (a) Identification of material subsidiary companies; and (b) Requirements with respect to disclosure of material as well as other subsidiaries.	Yes	The Company does not have Material Subsidiary only a Wholly Owned Subsidiary name "Super Civiltech Private Limited"
6.	<b><u>Preservation of Documents:</u></b>	Yes	None



	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.		
7.	<b><u>Performance Evaluation:</u></b>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year 2024-25 as prescribed in SEBI Regulations.	Yes	None
8.	<b><u>Related Party Transactions:</u></b>  (a) The listed entity has obtained prior approval of Audit Committee for all Related Party Transactions. (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.	Yes	The prior approval of the Audit Committee has been obtained for all related party transactions either by way of omnibus approval or specific approval.
9.	<b><u>Disclosure of events or information:</u></b>  The listed entity has provided all the required disclosure(s) under Regulation 30 read with Schedule III to SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	None
10.	<b><u>Prohibition of Insider Trading:</u></b>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None
11.	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b>  No action(s) has/ have been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Yes	None




12.	<b><u>Resignation of Statutory Auditors from the listed entity or its material subsidiaries</u></b> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/ or its material subsidiary (ies) has/ have complied with clauses 6(A) and 6(B) of SEBI circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 read with the provisions of the SEBI LODR Regulations, 2015 by listed entities	M/s K.L. Vyas & Co., Chartered Accountants, (FRN: 003289C) as statutory auditor of the company re-appointed as Statutory Auditor of the Company for a second term of 5 (Five) years during the year under review.	There is no resignation of Statutory auditors from the Company.
13.	<b><u>Additional non-compliances, if any:</u></b>  No additional non-compliance observed for applicable SEBI regulations/circulars/guidance note etc.	Yes	None

**Assumptions & Limitations of scope and review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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.

**Place: Indore**  
**Date: 23<sup>rd</sup> April, 2025**

**For Reena Bansal & Associates**  
**Company Secretaries**  
**(Peer Review Certificate No.: 4416/2023)**

 *Reena Bansal*  
23/04/2025

**(Reena Bansal)**  
**Proprietor**  
**FCS No.-8552, CP No. 8348**  
**UDIN- F008552G000181989**



#### Annexure "A"

The listed entity had complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below:-

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

#### Annexure "B"

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

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

