

# SAI CAPITAL LIMITED

**Regd. Office:** G-25, GROUND FLOOR, RASVILAS SALCON D-1, SAKET DISTRICT CENTRE, SAKET, NEW DELHI, SOUTH DELHI -110017  
**(CIN: L74110DL1995PLC069787), E mail:** saicapitallimited@hotmail.com / cs@saicapital.co.in, Ph: 011-40234681  
**Website:** www.saicapital.co.in

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May 26, 2022

BSE Limited  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building,  
P J Towers, Dalal Street,  
Fort, Mumbai – 400 001.

**(Scrip Code-531931)**

**Sub.: Annual Secretarial Compliance Report for the year ended 31st March, 2022.**

**Ref. : SEBI Circular No. CIR/CFD/CMDI/27/2019 dated 8th February, 2019**

Dear Sirs,

In terms of Clause 3 (b)(iii) of SEBI Circular No. CIR/CFD/CMDI/27/2019 dated 8th February, 2019, please find attached the Annual Secretarial Compliance Report of M/s. Sai Capital Limited ("the Company") for the year ended 31st March, 2022, issued by Ms. Rashmi Sahni, Practising Company Secretary and Secretarial Auditor of the Company.

Please take the above on record.

Thanking you,

Thanking You,

Yours Faithfully,

For Sai Capital Limited

**NIRAJ  
KUMAR  
SINGH** Digitally signed  
by NIRAJ KUMAR  
SINGH  
Date: 2022.05.26  
16:30:13 +05'30'

**Dr. Niraj Kumar Singh  
Chairman & Managing Director**

**Encl: As above**



**Secretarial Compliance Report of Sai Capital Limited  
for the year ended March 31, 2022**

I, Rashmi Sahni, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanations provided by Sai Capital Limited, CIN: L74110DL1995PLC069787 ("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 and information/clarification provided by the management of the Company, 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 thereunder; 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 during the reporting period*);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (repealed w.e.f. 13<sup>th</sup> August 2021) / Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (notified on 13<sup>th</sup> August 2021) (*Not applicable during the reporting period*);

- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (repealed w.e.f. 9<sup>th</sup> August 2021) / Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (notified on 9<sup>th</sup> August 2021) (*Not applicable during the reporting period*);
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013(repealed w.e.f. 9<sup>th</sup> August 2021) / Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021(notified on 9<sup>th</sup> August 2021); Not Applicable to the Company during the financial year under review (*Not applicable during the reporting period*);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- (i) Any other regulations, circulars etc. issued by SEBI applicable to the Company.

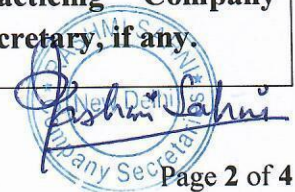
and circulars/ guidelines issued thereunder; and based on the above examination, I/We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, However regulations mentioned above under clause (b), (d), (e), (f) and (g) are not applicable to the company during the review period; 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 |
|----------------|--|------------|---|
| Not Applicable |  |            |   |

- (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/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. |
|---------|-----------------|----------------------|---|--|
|         |                 |                      |   |  |

  
 Ashish Sahni  
 Company Secretary

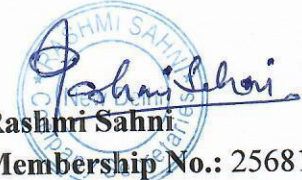
|    |     |   |   |  |
|----|-----|---|---|--|
| 1. | BSE | <p><b>Regulation 33</b></p> <p>Delay in Submission of Consolidated Financial Results for the Quarter and year ended March 31, 2021 within the period prescribed under said Regulation</p> | <p>Levy of fine of Rs. 5000/- per day till the date of compliance</p> | <p>The Company has made good the delay in compliance by submission of Consolidated financial results for the Quarter and year ended March 31, 2021 and has duly paid the fine as levied by the Stock Exchange for such delay.</p> <p>Further, the company has stated the reasonable cause to the Stock exchange for such delay and the matter was placed by BSE before its Committee i.e., "Committee for Reviewing Representations for Waiver of Fines Levied under Standard Operating Procedure (SOP)" and the Company's request for waiver of the fine has been approved and the fine already paid by the Company has been allowed to be adjusted towards Annual Listing fee payable to the Exchange.</p> |
|----|-----|---|---|--|

  
 Pashan Sahni  
 Company Secretary

- (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 periods prior to the previous year | Actions taken by the listed entity, if any  | Comments of the Practicing Company Secretary on the actions taken by the listed entity   |
|---------|---|---|---|--|
| 1.      | <p>The Company has made good the delay in compliance by submission of Consolidated financial results and has duly paid the fine as levied by the Stock Exchange for such delay.</p> <p>Further, the company has stated the reasonable cause to the Stock exchange for such delay.</p> | N.A.  | <p>The company has submitted its Consolidated financial results along with the reasonable cause to the Stock exchange and made payment of the fine as levied by the Stock Exchange for such delay.</p> <p>Further, the Company has made representation for waiver of fine before the "Committee for Reviewing Representation for waiver of fines levied under Standard Operating Procedure (SOP)"</p> | <p>The Representation made by the Company before the concerned Committee of the Exchange for wavier of the fine has been approved and the fine already paid by the Company has been allowed to be adjusted towards Annual Listing fee payable to the Exchange.</p> |

Place: Delhi  
Date: 26-05-2022

  
**Rashmi Sahni**  
 Membership No.: 25681  
 Practicing No.: 10493  
 UDIN: A025681D000369222