

Secretarial Compliance Report of Naga Dhunseri Group Limited
for the year ended 31st March, 2022

We, Sushil Tiwari & Associates, *Company Secretaries*, have examined:

- (a) all the documents and records made available to us and explanation provided by **Naga Dhunseri Group Limited** (CIN : L01132WB1918PLC003029) having its Registered Office at Dhunseri House, 4A, Woodburn Park, Kolkata – 700020, West Bengal (“the listed entity”);
- (b) the filings/submissions made by the listed entity to the stock exchange;
- (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, 2022 (“Review Period”) in respect of compliance with the provisions of:

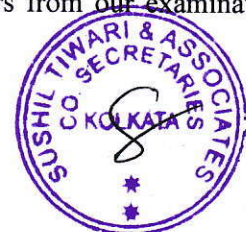
- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, as amended, whose provisions and the circulars / guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

and circulars / guidelines issued thereunder; and based on 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.
- (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:

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

Sl.No	Observation of practicing Company Secretary in the previous reports	Observations made in the Secretarial compliance report for the year ended 31.03.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Composition of Board of Director	To comply with Regulation 17(1) of SEBI (LODR) Regulations, 2015	The Company has complied with the Reg 17(1) vide Board Meeting dated 26.05.2021 by appointing Mrs. Rusha Mitra as Independent Director.	The Company has complied with the Reg 17(1) vide Board Meeting dated 26.05.2021 by appointing Mrs. Rusha Mitra as Independent Director.



31A, S. P. Mukherjee Road,
Kolkata - 700 025
The 20th day of May, 2022
UDIN : A006199D000353139

For SUSHIL TIWARI & ASSOCIATES
Company Secretaries

Sushil Tiwari

[SUSHIL TIWARI]
Proprietor
ACS 6199
CP 1903

SUSHIL TIWARI
COMPANY SECRETARY
ACS 6199 CP 1903