



Date: June 25, 2021

To The Deputy Manager Department of Corporate Services, BSE Limited Floor 25, P.J Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 532784	To The Manager National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051 Scrip Code: SOBHA
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Dear Sir / Madam,

Sub: Secretarial Compliance Report for the Financial Year ended March 31, 2021

Please find enclosed Secretarial Compliance Report for the Financial Year ended March 31, 2021.

We request you to take the aforesaid information on record in terms of SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours sincerely,

FOR SOBHA LIMITED

**VIGHNESHWAR G BHAT
COMPANY SECRETARY AND COMPLIANCE OFFICER**

SOBHA LIMITED

REGD & CORPORATE OFFICE: 'SOBHA', SARJAPUR – MARATHALLI OUTER RING ROAD, BELLANDUR POST, BANGALORE – 560103, INDIA
CIN: L45201KA1995PLC018475 | TEL.: +91 80-49320000 | FAX: +91 80 49320444 | www.sobha.com



Nagendra D. Rao, B.Com., LL.B., F.C.S.

Practising Company Secretary

Secretarial Compliance Report
of
Sobha Limited for the year ended 31st March, 2021

I have examined:

(a) all the documents and records made available to us and explanation provided by **Sobha Limited** having Corporate Identification Number **L45201KA1995PLC018475** ("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, 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 **[Not Applicable as the Listed Entity has not raised any share capital by issue of shares during the financial year under review];**

(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 the Listed Entity has not bought back any securities during the financial year under review];**



(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **[Not Applicable to the Listed Entity during the financial year under review]**;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **[Not Applicable as the Listed Entity has not raised any funds by issue of debentures during the financial 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 the Listed Entity has not raised any capital by issue of Non-Convertible and Redeemable Preference shares during the financial year under review]**;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

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 Practising Company Secretary
NIL			

(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) The following are the details of actions taken against the listed entity/ it's 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 Practising Company Secretary, if any
1.	BSE Limited	Deviation in the Compliance of	BSE and NSE had levied a fine of Rs.	The BSE and NSE have waived



	('BSE') and National Stock Exchange of India Limited ('NSE')	Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	10,000/- (Ten Thousand) each, vide their emails dated April 13, 2020. However, upon submission of the reply by the Company, the same was waived.	penalty vide their letter dated June 24, 2020 and June 23, 2020, respectively.
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(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 year ended.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The Listed entity shall submit the Outcome of the Board meeting to the exchange (s) within 30 minutes of the closure of the meeting. However, the Listed Entity had uploaded the Outcome of Board meeting along with Financial Results for the quarter ended 30th June, 2018 with a delay of 11 Minutes on NSE Portal (NEAPS).	31 st March, 2019.	The listed entity had filed the outcome of board meeting on the same day. As per the explanations provided by the management of the listed entity, the delay was caused due to technical errors at NEAPS Systems.	The Listed Entity has complied with the provision with slight delay. Information provided by the listed entity reasoning the delay is noted.
2	The Listed Entity has delayed in furnishing prior	31 st March, 2020	The Listed Entity has subsequently complied with the	The Listed Entity has subsequently complied with the



	intimation as required under regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, about the board meeting held on March 19, 2020, to the stock exchanges (BSE and NSE)		provision and has in place mechanism to ensure the delay is not repeated.	provision.
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Nagendra D. Rao
Practising Company Secretary
Membership No. FCS – 5553
Certificate of Practice – 7731
UDIN: F005553C000500520

Place : Bengaluru
Date : June 22, 2021

No. 543/A, 7th Main, 3rd Cross,
S.L. Bhyrappa Road, Hanumanthanagar,
Bengaluru – 560019.