



G. K. CONSULTANTS LIMITED

PROJECT CONSULTANTS-CONCEPT TO COMMISSIONING
Web: gkconsultantsltd.com, CIN: L74140DL1988PLC034109
302, G. K. HOUSE, 187A, SANT NAGAR, EAST OF KAILASH,
NEW DELHI-110065: INDIA
PHONE : 26489299, 26489431 FAX : 011-26489299
E-mail : ak_gkcl@yahoo.co.in

To,

Corporate Relationship Department,
BSE Limited,
14th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Sub: Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2023

Dear Sir/Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, as amended, please find enclosed herewith, the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2023, issued by Manisha Agrawal, Company Secretary (CP No. 3507).

We request you to take the above on record

Yours Faithfully

For G.K Consultants Limited



Keshutosh Roy
Company Secretary
(M. No: A63939)

Date: 30.05.2023

Place: New Delhi

Enclosed: - Compliance report issued by the Practicing Company Secretary



MA & ASSOCIATES

Company Secretaries
A-296, Basement, Shivalik, New Delhi-110017
Tel. : 26683630, 41854688
Mobile : 98110-37190
E-mail : csmanishaagr@gmail.com

To
The Board of Directors
G.K. Consultants Limited
302, G.K House, 187A, Sant Nagar
East of Kailash, New Delhi – 110065

Sub: Annual Secretarial Compliance Report for the Financial Year 2022-23

Dear Sir/Madam,

We have been engaged by G.K. Consultants Limited (hereinafter referred to as the "Company") bearing CIN: L74140DL1988PLC034109 whose Equity Shares are listed on BSE Limited to conduct an Audit in terms of Regulations 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and read with SEBI circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019 including recent update by SEBI on said Circular, and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to record, devise proper system to ensure Compliance with the provision of all the applicable SEBI Regulations and Circulars/Guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify Compliances made by the Company with respect to the provisions of all applicable SEBI Regulations and Circulars/Guidelines issued from time to time and issue a Report thereon.

Our Audit was conducted in accordance with Guidance note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involves such examinations and verifications considered and necessary and adequate for the said purpose. Annual Secretarial Compliance is attached herewith.

For M A & Associates
Company Secretaries

Manisha Agrawal

MANISHA AGRAWAL
Proprietor
FCS No.5222
CP No. 3507
ICSI'S UDIN: F005222E000425719

Place: New Delhi
Date: 30.05.2023



ANNUAL SECRETARIAL COMPLIANCE REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2023
(Pursuant to Regulations 24(A) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

The Members

G.K. Consultants Limited
302, G.K House, 187A, Sant Nagar
East of Kailash, New Delhi - 110065

We have examined:

- (a) All the documents and records made available to us and explanation provided by the Company;
- (b) the filings/ submissions made by the Company to the stock exchanges,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to prepare this report.

For the financial year ended on March 31, 2023 in respect of Compliances with the provisions of:

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- ii. 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, includes: -

- (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 to the listed entity during the Review Period)*
- (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 to the listed entity during the Review Period)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(Not applicable to the listed entity during the Review Period)*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not applicable to the listed entity during the Review Period)*



- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (*Not applicable to the listed entity during the Review Period*)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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:
- 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

I further report that-

The Company has complied with the requirements of Structural Digital Data Base in terms of SEBI (Prohibition of Insider Trading) Regulation, 2015.

The reporting of clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries" is not applicable during the period under review.

Further to the matter and as advised in the BSE notice No. 20230329-21 dated 29th March 2023 as well as BSE Notice No. 20230410-41 dated 10th April 2023, following are the additional information which is the part of ongoing Annual Secretarial Audit Report-

| Sr. No. | Particulars | Compliance status (Yes/No/NA) | Observations/Remarks by PCS |
|---------|--|-------------------------------|-----------------------------|
| 1. | <u>Secretarial Standards:</u> The Compliance of the listed Entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI) | Yes | Not Any |
| 2. | <u>Adoption and timely updation of the policies:</u> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI | Yes Yes | Not Any Not Any |
| 3. | <u>Maintenance and disclosure on website:</u> <ul style="list-style-type: none"> • The listed Entity is maintaining the functional website • Timely dissemination of the documents/information under a separate | Yes Yes | Not Any Not Any |



| | | | |
|-----|---|-------------------------|--|
| | <p>section on the website</p> <ul style="list-style-type: none"> Web-link provided in annual corporate governance reports under regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website | Yes | Not Any |
| 4. | <p><u>Disqualification of Director:</u></p> <p>None of the director of the company are disqualified under section 164 of the companies Act, 2013</p> | Yes | Not Any |
| 5. | <p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>a) Identification of material subsidiary companies</p> <p>b) Requirements with respect to disclosure of material as well as other subsidiaries</p> | N.A | There is no Subsidiaries of the listed entity. |
| 6. | <p><u>Preservation of Documents:</u></p> <p>The listed entity is preserving and maintaining record 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.</p> | Yes | Not Any |
| 7. | <p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the board, independent directors and the Committees at the start of every financial year as prescribed in SEBI Regulation.</p> | Yes | Not Any |
| 8. | <p><u>Related Party Transactions:</u></p> <p>a) The listed entity has obtained prior approval of Audit committee for all related party transactions</p> <p>b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transaction were subsequently approved/ratified/rejected by the Audit Committee.</p> | Yes No such case | Not Any Not Any |
| 9. | <p><u>Disclosure of events or information:</u></p> <p>The listed has provided all required disclosure under regulation 30 along with schedule III of SEBI LODR regulations, 2015 within the time limit prescribed thereunder.</p> | Yes | Not Any |
| 10. | <p><u>Prohibition of Insider Training:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (prohibition of Insider training) regulations, 2015</p> | Yes | Not Any |



| | | | |
|-----|---|-----|---------|
| 11. | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the listed entity/ its promoters/ directors/subsidiaries/ either by SEBI or by Stock Exchanges (including under Standard Operating procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder | Yes | Not Any |
| 12. | <u>Additional Non-Compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc. | Yes | Not Any |

For M A & Associates
Company Secretaries

Manisha Agrawal



MANISHA AGRAWAL

Proprietor

FCS No.5222

CP No. 3507

ICSI'S UDIN: F005222E000425719

Place: New Delhi

Date: 30.05.2023

Annexure "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: -

| Compliance requirement | Regulation/circular | Deviation | Action taken by | Type of Action | Details of Violation | Fine Amount | Observation /remarks of PCS | Management response |
|------------------------|---------------------|-----------|-----------------|----------------|----------------------|-------------|-----------------------------|---------------------|
| Not Any | N.A | Not Any | Not Any | Not Any | Not Any | Nil | 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 | Regulation/circular | Deviation | Action taken by | Type of Action | Details of Violation | Fine Amount | Observation /remarks of PCS | Management response |
|------------------------|---------------------|-----------|-----------------|----------------|----------------------|-------------|-----------------------------|---------------------|
| Not Any | N.A | Not Any | Not Any | Not Any | Not Any | Nil | Not Any | N.A |

