

Secretarial Compliance Report of Veritas (India) Limited
for the year ended March 31, 2022

We, JMJA & Associates LLP, Practising Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **Veritas (India) 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 document/ filing, 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 (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 (Share Based Employee Benefits) Regulations, 2014 **(Not Applicable during the period under review);**
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (f) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not Applicable during the period under review);**
- (g) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not Applicable during the period under review);**
- (h) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable during the period under review);**
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not Applicable during the period under review);**

and Circulars/ Guidelines issued thereunder;

and based on the above examination and keeping in view, the various relaxations from the deadlines of certain compliance requirements granted by SEBI, owing to Covid-19 pandemic and lockdown situations, 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:-

Sr. No.	Compliance Requirement (Regulations/ 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 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 Practising Company Secretary, if any.
NIL				

Note: The promoters of the Company executed inter-se transfer of shares during the year, of which the disclosures required to be given under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Regulation 7(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 were submitted to the exchange within the specified time period by courier. Due to unforeseeable circumstances, the same could not be delivered to the exchange. Post which, the promoters made the said disclosures electronically to the exchange.

However, the disclosures by the Company were made within the prescribed time limit from the date of receipt of information by the Company.

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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
1.	Regulation 17(1): Non-compliance with the requirements pertaining to the composition of Board including failure to appoint women director. Fine of Rs. 3,83,500/- was levied against the Company for the quarter ended September 2020.	Nil. There are no continuing defaults and the listed entity has taken sufficient steps to address the observations raised in the previous reports.	The Company appointed women director on the Board to balance out the Composition. Further, The fine was waived off by the "Committee for Reviewing Representations for Waiver of Fines levied under Standard Operating Procedure (SOP)" upon the action of the Company appointing the required number of directors within 15 days as per BSE (SOP).	Suitable steps were taken by the Company to adhere to compliance requirements and the Company ensured to be more cautious in future.

**For JMJA & Associates LLP
Practising Company Secretaries
Peer Review Certificate No. 980/2020**

**CS Mansi Damania
Designated Partner
FCS: 7447 | COP: 8120
UDIN: F007447D000430353**

**Place: Mumbai
Date: May 30, 2022**