



## HLV LIMITED

May 27, 2022

**The Department of Corporate Services**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code: 500193**

**The Listing Department**  
**National Stock Exchange of India Limited**  
Exchange-Plaza, 5th Floor,  
Plot No .C/1,G block,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400 051  
**Scrip Code: HLVLTD**

Dear Sir / Madam,

**Sub: Annual Secretarial Compliance Report for the Financial Year 2021-22**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read along with circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report dated 23<sup>rd</sup> May, 2022 of the Company issued by Mr. Kaushal Doshi, Proprietor, M/s.Kaushal Doshi & Associates, Practicing Company Secretary for the financial year 2021-22.

This is for your kind information and record.

Thanking you,

Yours faithfully,  
For **HLV Limited**

  
**Savitri Yadav**  
**Company Secretary**



Encl: as above

# Kaushal Doshi & Associates

Practicing Company Secretary

A/39, Ashok Samrat, Daftary Road, Malad (E), Mumbai - 400 097

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## SECRETARIAL COMPLIANCE REPORT OF

*(Pursuant to regulation 24A of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015*

### HLV LIMITED (FORMERLY KNOWN AS HOTEL LEELAVENTURE LIMITED) FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022

I Kaushal Doshi, Proprietor of M/s. Kaushal Doshi & Associates, Practicing Company Secretaries have examined:

- (a) All the documents and records made available to us and explanation provided by **HLV Limited (formerly known as Hotel Leelaventure 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 his certification,

For the year ended **31<sup>st</sup> 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, 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 year under review*)

✓ (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (*Not applicable during year under review*)

✓ (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (*Not applicable during year under review*)

✓ (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (*Not applicable during year under review*)

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

✓ (i) The Depositories Act, 1996 and the Regulation and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

✓ (j) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and Dealing with Client to the extent of Securities issued;

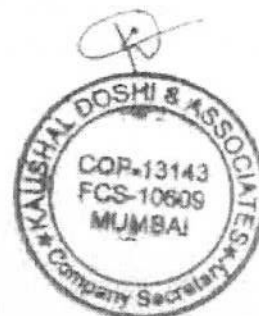
✓ (h) The Securities and Exchange Board of India (Investor Education and Protection Fund) Regulations, 2009 and circulars/ guidelines issued thereunder;

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 Practicing Company Secretary
Nil	Nil	Nil	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/ 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.
Nil	Nil	Nil	Nil	Nil

(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 (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The company has received notices from BSE Limited dated 03rd February, 2020 and 03rd July, 2020 and from National Stock Exchange of India Limited dated 03rd February, 2020 and 02nd July, 2020 levying fine in term of SEBI Circular no.SEBI/HO/CFD/CMD/CIR/P/2018/77 dated 3rd May, 2018 for non-compliance of Regulation 17(1) of SEBI LODR, 2015 pertaining to composition of Board of Directors for the period from 01st October, 2019 to 09th February, 2020..	31.03.2021	The company has paid the fine amount of Rs. 7,78,800/- each including GST to BSE Limited and National Stock Exchange of India Limited.	The company has paid the fine amount of Rs. 7,78,800/- each including GST to BSE Limited and National Stock Exchange of India Limited and complied with regulation 17(1) of SEBI (LODR)2015.



2.	The Company has been in default in payment of principal amount since September, 2016 and interest since March, 2017 to LIC of India, the debenture holder. The company has intimated the said defaults to stock exchanges in April, 2018. Due to the aforesaid default Mr. Vijay Sharma and Mr. Vinay Kapadia, Directors of the Company, have been disqualified under section 164(2) of the Act.	31.03.2019 31.03.2020 31.03.2021	The company repaid its debts to LIC of India as one -time settlement on 16 <sup>th</sup> October, 2019	As on 31 <sup>st</sup> March, 2022.  Mr. Vinay Kapadia and Mr. Vijay Sharma, Independent Directors of the company, are disqualified under sec. 164(2)(b) of the Companies Act, 2013. However, they are serving their tenure of five years as permitted under sec. 167(1)(a) of the Companies Act 2013.
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For Kaushal Doshi & Associates  
Company Secretary

*KDoshi*

Kaushal Doshi  
(Proprietor)

FCS: 10609 / COP: 13143  
UDIN: F010609D000364446

Date: 23<sup>rd</sup> May, 2022  
Place: Mumbai