



# **RADHE DEVELOPERS (INDIA) LIMITED**

**May 30, 2023**

To,  
**BSE Limited**  
25<sup>th</sup> Floor, P J Towers,  
Dalal Street, Fort,  
Mumbai – 400 001  
**Scrip Code : 531273**

Dear Sir/Ma'am,

**Sub: Annual Secretarial Compliance Report for the Financial Year Ended on  
March 31, 2023**

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Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.: CIR/CFD/CMD1/27/2019, we hereby submit the 'Annual Secretarial Compliance Report' dated May 30, 2023, issued by Mr. Alkesh Jalan, Practicing Company Secretary, Ahmedabad for the Financial Year Ended on March 31, 2023.

You are requested to take the same on your record.

Thanking you,

Yours Faithfully,  
For, **Radhe Developers (India) Limited,**

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**KHYATI K. PATEL**  
**Company Secretary & Compliance Officer**  
**M. No.: A53258**

*Encl: Compliance report issued by the Practicing Company Secretary*



B.Com, Company Secretaries  
Resolution Professional  
(IBBI / IPA-002/IP/N 00718/2018-2019 / 12199)

*Jalan Alkesh & Associates*

304, Agrawal Arcade, Nr. Ambawadi Circle,  
Ambawadi, Ahmedabad - 380006  
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www.csjalan.com

**Secretarial Compliance Report of RADHE DEVELOPERS (INDIA) LIMITED**

**for the financial year ended on 31.3.2023**

We, Jalan Alkesh & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by Radhe Developers (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 31.3.2023 ("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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,



2008;

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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

(i) Securities and Exchange Board of India ( Registrar to Issue and Share Transfer Agents ) Regulations, 1993 ;  
and circulars/ guidelines issued thereunder;

I/We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder during the year under review. However as a measure of disclosure during the year under review Securities and Exchange Board of India order was received imposing the penalty on the Company and other persons as specified below :

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Regulation 12 (1) & 12 (3) of SEBI ( Prohibition of Insider Trading ) Regulations 1992 read with Regulation 12 (1) of SEBI (Prohibition of Insider Trading ) Regulations 2015	Regulation 12 (1) & 12 (3) of SEBI ( Prohibition of Insider Trading ) Regulations 1992 read with Regulation 12 (1) of SEBI (Prohibition of Insider Trading ) Regulation	Trading in Shares without obtaining preclearance for the dealing in shares of Radhe Developers (India) Limited during the period from March 26, 2008 to May 07, 2008	Securities and Exchange Board of India	Adjudication Order of Securities and Exchange Board of India dated 29.6.2022 vide adjudication order no. Order / AO / SBM / 2022 - 23 / 17647 -	Trading in Shares without obtaining preclearance for the dealing in shares of Radhe Developers (India) Limited during the period from March 26, 2008 to May 07, 2008	A total penalty of Rs. 10.00 lacs was levied on the notices viz. Mr. Ashish Patel, Radhe Developers (India) Limited, Mr. Praful C. Patel and Mr. Milan Patel	As per SEBI Order.	The Company has paid the amount of penalty	



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2	Regulation 13 (6) of SEBI (Prohibition of Insider Trading) Regulations 1992	Non – disclosure of transaction of Ashish Patel, Jahnvi Patel and Madhuben Patel within time specified in Regulation 13 (6) of PIT Regulations, 1992	Regulation 13 (6) requires every listed company to disclose within two working days of receipt the information regarding transaction in shares to all stock exchanges.	Securities and Exchange Board of India	Adjudication Order of Securities and Exchange Board of India dated 30.12.2022 vide adjudication order no. Order / SR / 2022 - 23 / 39/22683	Non – disclosure of transaction of Ashish Patel, Jahnvi Patel and Madhuben Patel within time specified in Regulation 13 (6) of PIT Regulations, 1992 during the period from October, 2009 to May, 2010 more particularly specified in the SEBI Order	Penalty of Rs. 3.00 Lacs on Radhe Developers (India) Limited	As per SEBI Order.	The Company has preferred appeal before Hon'ble Securities Appellate Tribunal. The Company has paid the amount of penalty.	
3	Regulation 12 (1) & 12 (3) of SEBI (Prohibition of Insider Trading) Regulations 1992 and Clause 1.2 of the Code of Conduct specified under Part A of the Schedule I of PIT Regulations 1992	Regulation 12 (1) & 12 (3) of SEBI (Prohibition of Insider Trading) Regulations 1992 and Clause 1.2 of the Code of Conduct specified under Part A of the Schedule I of PIT Regulations 1992	Execution of opposite trades by Ashish Patel within period of six months.	Securities and Exchange Board of India	Adjudication Order of Securities and Exchange Board of India dated 30.12.2022 vide adjudication order no. Order / SR / 2022 - 23 / 39/22683	The Company has failed to ensure that counter trades were avoided by Directors / officers / employees in this case Ashish Patel entered in buy and sell trades in less than the prohibited time. i.e. sold	Penalty of Rs. 5.00 Lacs on Radhe Developers (India) Limited	As per SEBI Order.	The Company has preferred appeal before Hon'ble Securities Appellate Tribunal. The Company has paid amount of penalty	



						125962 shares on October 17, 2009 just after he bought 1,00,000 shares on September 16, 2009				
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
NOT APPLICABLE										

Note : Additional information as required vide notices issued by BSE in this regard has been provided in Annexure A and forms integral part of the report.

For, Jalan Alkesh & Associates  
Practising Company Secretary




Alkesh Jalan  
Proprietor  
M. No. Fcs 10620, Cop : 4580  
PR No. : 761/2020  
UDIN : F010620E000420876  
Place : Ahmedabad  
Date : 30/05/2023

**ANNEXURE A**

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<p><b>Secretarial Standards:</b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	<p>The Company has shifted its Registered Office. In the process of shifting of its Registered Office some papers / documents are missing. The Company has reported with the Police Authorities regarding loss of documents. So I cannot examine some necessary documents for verification</p>
2.	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>● All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	<p>Yes</p> <p>Yes</p>	
3.	<p><b>Maintenance and disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>● The Listed entity is maintaining a functional website</li> <li>● Timely dissemination of the documents/ information under a separate section on the website</li> <li>● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website</li> </ul>	<p>Yes</p> <p>Yes</p> <p>Yes</p>	

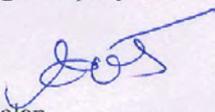


4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Not Applicable	
6.	<b>Preservation of Documents:</b> The listed entity is preserving and maintaining records 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.	Yes	
7.	<b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8.	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved /ratified /rejected by the Audit Committee, in case no prior approval has been obtained.	Yes N.A.	
9.	<b>Disclosure of events or information:</b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	



10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	No	Orders of SEBI against the Company and its promoters / directors have been passed. The details of which are already mentioned in the report above.
12.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

For, Jalan Alkesh & Associates  
Practising Company Secretary

  
Alkesh Jalan  
Proprietor  
M. No. Fcs 10620, Cop : 4580  
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