

PAYAL PARAS & Co.

Practicing Company Secretaries

Address: 823, Kundan Nagar, Near CAT Road Indore (MP) - 452013

Contact No.-8770222499|Email: cspayalparas@gmail.com

FORM NO. MR.3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

SHRI KRISHNA PRASADAM LIMITED

CIN: L70200DL2009PLC190708

Registered Office: H.No. A-19-A, Third Floor, Front Side,
Rewari Line, Industrial Area, Maya Puri, Phase II, Maya Puri,
South West Delhi-110064, India.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SHRI KRISHNA PRASADAM LIMITED** (CIN: L70200DL2009PLC190708) (hereinafter called "the Company").

The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts and statutory compliances to express my opinion thereon.

By an order passed by National Company Law Tribunal - Delhi dated 14th July 2023, Corporate Insolvency Resolution Process has been initiated for the Company. Mr. Jaswant Singh was appointed as Resolution Professional.

Based on Management Representation Letter given by the Company relating to maintenance of the Company's statutory registers, books, papers, minute books, forms and returns filed and other records maintained by the Company and the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2024** complied with the statutory provisions listed hereunder and also that the Company has followed proper Board-processes and has required compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

Further, on basis of Management Representation letter provided by the Company, the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2024** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder for compliance to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, **as applicable**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 -;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015-;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 -;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client -;
 - (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 -;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 -;
 - (h) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not Applicable to the Company**;
- (vi) The Company has complied with the provisions of the applicable general laws, rules, regulations and guidelines.

I have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and
- ii. SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015-;

During the period under review the Company has not complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that, the Company has not filed the few forms within prescribed time of the

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Companies Act, 2013, during the year under the review.

I further report that

As per section 17 of the Insolvency and Bankruptcy Code, 2016, during the continuation of CIRP Process the powers of the Board of Directors of the Company ("Board of Directors") stand suspended effective from the CIRP Commencement Date and the powers of the Board of Directors and the management of affairs of the Company are vested in the Interim Resolution Professional or Resolution Professional. So no Board Meeting was held during the period 01/04/2023 to 14/07/2023 under review.

I further report that there are adequate systems and processes in the Company commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. As informed, the Company has responded appropriately to communication received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

I further report that during the audit period, other than that mentioned in this report, no specific events/actions have taken place, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards:

I further report that the compliance by the Company for the applicable Financial Laws like Direct Taxes, Indirect Taxes and the compliance of the Accounting Standards and the annual financial statements, Cost Records has not been reviewed in this audit report, since the same have been subject to the statutory financial audit/cost audit by other designated professionals.

For Payal Paras & Co.

FRN: S2023MP897400

CS PAYAL PARAS

Proprietor

ACS No. 67359

CP No. 25656

UDIN: A067359F003230618

Date: 03-12-2024

Place: Indore

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Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Disclaimer:

1. The above certificate is based on Audited Financial Statements and Director's Report of the company as on 31st March, 2024 and issued on the basis of the documents examined on sampling basis and representation letter provided by management.
2. Maintenance and kept in safe custody of statutory and secretarial records and compliance of the provisions of Corporate and other applicable laws, rules, regulations, etc. is the responsibility of the management of the Company.
3. All the documents & records have been delivered to and in possession of the Company after our aforesaid examination.
4. I however disclaim any responsibility on account of my implications, decisions or action taken on the basis of any inadvertent mistake in the said certificate.

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Annexure A

To,

The Members,

SHRI KRISHNA PRASADAM LIMITED

CIN: L70200DL2009PLC190708

Registered Office: H.No. A-19-A, Third Floor, Front Side,
Rewari Line, Industrial Area, Maya Puri, Phase II, Maya Puri,
South West Delhi-110064, India.

My Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to **SHRI KRISHNA PRASADAM LIMITED** (hereinafter called 'the Company') is the responsibility of the management of the Company. My examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to me by the Company, along with explanations where so required.
3. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. Further, part of the verification was done on the basis of electronic data provided to me by the Company and on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. I believe that the processes and practices I followed, provides a reasonable basis for my opinion for the purpose of issue of the Secretarial Audit Report.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, I have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.

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6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Payal Paras & Co.

FRN: S2023MP897400

CS PAYAL PARAS

Proprietor

ACS No. 67359

CP No. 25656

UDIN: A067359F003230618

Date: 03-12-2024

Place: Indore