

GRANDMA TRADING & AGENCIES LIMITED

Regd. Office: Flat No. 202, 12-2-417, Sharadanagar, Mehdiapatnam,
Hyderabad, Telangana 500067, India

CIN: L99999TG1981PLC100740; Website: www.grandmatrading.co.in

GTAL/BSE/2023-24

Date: 09/06/2023

The Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip ID: GRANDMA

Scrip Code: 504369

Sub.: Secretarial Compliance Report for the financial year ended 31st March, 2023

Ref: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, please find enclosed the Secretarial Compliance Report of the Company under Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended 31st March, 2023 issued by Jain Rahul & Associates, Company Secretaries.

This is for your information and records.

Thanking you,

**Yours faithfully,
For Grandma Trading and Agencies Limited**

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Digitally signed
by SONAL
MANSUKHLAL
NAKUM
Date: 2023.06.09
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**Sonal Nakum
Company Secretary & Compliance Officer**



Ref

Date.....

SECRETARIAL COMPLIANCE REPORT
of

Grandma Trading and Agencies Limited for the financial year ended 31st March 2023

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
GRANDMA TRADING AND AGENCIES LIMITED
Flat No. 202, 12-2-417, Sharadanagar, Mehdiapatnam,
Hyderabad-500067, Telangana, India

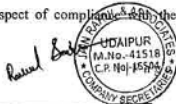
We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by GRANDMA TRADING AND AGENCIES LIMITED (CIN: L99999TG1981PLC100740) (hereinafter referred as 'the listed entity'), having its Registered Office at Flat No. 202, 12-2-417, Sharadanagar, Mehdiapatnam, Hyderabad-500067, Telangana, India. Secretarial review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

We Jain Rahul & Associates have examined:

- all the documents and records made available to us and explanation provided by Grandma Trading and Agencies Limited ("the listed entity");
- the filings and submissions made by the listed entity to the BSE Limited, ("the stock exchange");
- website of the listed entity;
- any other document and filing, as may be relevant, which has been relied upon to make this certification;

for the financial year ended 31st March, 2023 ("Review Period") in respect of compliance with the provisions of:





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Company Secretaries

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- 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");

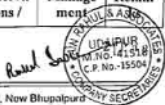
The specific Regulations, whose provisions and the circulars / guidelines issued thereunder, have been examined, include: -

- (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; [Not applicable 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 during the Review Period].
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2018; [Not applicable during the Review Period].
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2008; [Not applicable during the Review Period].
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars / guidelines issued thereunder and based on the above examination, we hereby report that, during the review period:

- I. (a) The listed entity has not complied or complied with delays with the provisions of the above Regulations and circulars / guidelines issued thereunder, and also not complied in respect of matters specified below;

Sr.	Compliance	Regulation /	Deviations	Action	Type of	Details of	Fine	Observations /	Management	Remarks
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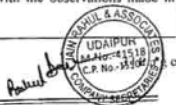
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No.	Requirement (Regulations / circulars / guidelines including specific clause)	Circular No.	take n by	Action	Violation	Amount	Remarks of the Practising Company Secretary	Response Company	
1.	The listed entity shall pay all such fees or charges, as applicable, to the recognised stock exchange (s), in the manner specified by the Board or the recognised stock exchange (s).	Regulation 14	BSE Limited	-	Non-Payment of Outstanding Annual Listing Fees	Show cause notice has been issued for non-payment	The Company is to reply on show cause notice issued by BSE Limited.	Delay is due to poor financial position	The trading in the Shares of the Company remain under Suspension due to penal reasons

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



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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 Practising Company Secretary	Management Response Company	Remarks
NOT APPLICABLE										

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
I.	Compliances with the following conditions while appointing/re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review / audit report for such quarter; or	Not applicable	No Such Resignation took place during the Year.
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review / audit report for such quarter as well as the next quarter; or	Not applicable	No Such Resignation took place during the Year.
	iii. If the auditor has signed the limited review / audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review / audit report for the last quarter of such financial year as well as the audit report for such financial year.	Not applicable	No Such Resignation took place during the Year



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2.	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity / its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity / material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p>	Not applicable	No Concern was reported
	<p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as</p>	Not applicable	Not applicable





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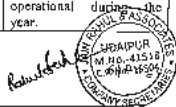
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	specified by ICAI / NFRA, in case where the listed entity / its material subsidiary has not provided information as required by the auditor.		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure - A in SEBI Circular CIR/CFD/CMD/114/2019 dated 18 th October, 2019.	Not applicable	No Such Resignation

* Observations / Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'.

I. We hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by Practising Company Secretary (PCS)*
1.	Secretarial Standards: 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.	YES	-
2.	Adoption and timely updation of the Policies: i). All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity; ii). All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations / circulars / guidelines issued by SEBI.	YES	Certain Policies were adopted with delays.
3.	Maintenance and disclosures on Website: i). The Listed entity is maintaining a functional website;	YES	Website become operational during the year.





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Company Secretaries

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	ii). Timely dissemination of the documents / information under a separate section on the website; iii). 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		
4.	Disqualification of Director: None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	-
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (i). Identification of material subsidiary companies; (ii). Disclosure requirement of material as well as other subsidiaries	YES	The Company has no material Subsidiary Company/ies.
6.	Preservation of Documents: 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.	Performance Evaluation: 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.	Related Party Transactions: (i). The listed entity has obtained prior approval of Audit Committee for all related party transactions; or	YES NA	-



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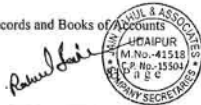
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	(ii). The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit Committee, in case no prior approval has been obtained.		No such action was required
9.	Disclosure of events or information: 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	Certain delays have taken place in disclosing the events.
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: 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	The Trading in the Equity Shares of the Company remain under suspension. The Equity Shareholding of Promoters remain Frozen due to non-payment of Listing Fees.
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation / circular / guidance note etc.	YES	The Trading in the Equity Shares of the Company remain under suspension.

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.





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Company Secretaries

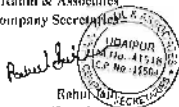
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4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For Jain Rahul & Associates
Company Secretaries



Rahul Jain
(Proprietor)

ACS No. 41518

C.P. No. 15504

UDIN: A041518E000426793

Place: Udaipur
Date: 30.05.2023

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