



Ref: OK/BSE/2022-23/155

Dated: 30th May, 2022

To,

The Listing Department,
BSE Limited,
Floor 25, P.J. Towers,
Dalal Street, Mumbai 400001

Scrip Code: 530355

Sub: Secretarial Compliance Report.

Dear Sir,

Please Find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2022 in terms of Clause 3(b) (iii) of the SEBI circular no. CIR/CFD/CMDI/27/2019 dated 08 February, 2019.

Thanking You,

For OK Play India Limited

Meenu Goswami

**Meenu Goswami
Company Secretary**

OK PLAY INDIA LIMITED

Corporate Office : 124, New Manglapuri, Mehrauli, New Delhi - 110030 **Tel. :** +91 11 46190000 **Fax :** +91 11 46190090
Registered Office & Works : Plot No. 17 & 18, Roz-Ka-Meo Industrial Estate, Tehsil Nuh, District Mewat, Haryana-122 103
Tel. : +91 124 2362335-36 **Fax :** +91 124 2362326 **CIN L28219HR1988PLC030347**
Website : www.okplay.in **Email :** info@okplay.in

PUNEET KUMAR PANDEY
Company Secretary
R/o-C-4/216, Sector-6
Rohini, New Delhi-110085

SECRETARIAL COMPLIANCE REPORT OF OK PLAY INDIA LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2022

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019 as issued by SEBI]

I Puneet Kumar Pandey have examined:

- a) all the documents and records made available to us and explanation provided by OK PLAY 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 documents/ filings, as may be relevant, which has been relied upon to make this certification,*

for the year ended 31st 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 to the Company during the Audit Period)*



- e) *Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable to the Company during the Audit Period)*
- f) *Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period)*
- g) *Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not Applicable to the Company during the Audit Period)*
- h) *Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;*
- i) *and circulars / guidelines issued thereunder and based upon the above examination, We hereby report that, during the Review Period:*
- a) *The Listed entity has complied with the provision of the above Regulations and circular/ 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
			<p>1. The Company has declared its Audited Yearly/quarterly Financial Results for the Quarter/year ended 31st March 2021 on 15th July 2021 which was beyond the due date.</p> <p>2. Listing Approval of 6,00,000 Equity Shares allotted to Mr. Rajan Handa (One of the Promoters of the Company) against the conversion of Warrant into Equity Shares is still awaited.</p>

- 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 Practicing Company Secretary, if Any.
1	Bombay Stock Exchange	Late Submission of the Financial Results for the year/quarter ended 31 st March 2021	Basic Fine of Rs. 75,000/- plus GST imposed by the BSE.	Company has paid the prescribed fine for the Late Submission of the Financial Results for the year/quarter ended 31 st March 2021

(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 31st march,2022	Action taken by the Listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	<p>1.The Company has declared its Quarterly/Yearly Financial Results for the Quarter/year Ended 31st March 2020 with Delay.</p> <p>2.Listing Approval of 6,00,000 Equity shares allotted to Mr. Mr. RajanHanda (One of the Promoters of the Company) against the conversion of</p>	<p>1.The Company has declared its Quarterly/Yearly Financial Results for the Quarter/year Ended 31st March 2021 with Delay.</p> <p>2.Listing Approval of 6,00,000 Equity shares allotted to Mr. Mr. Rajan Handa (One of the Promoters of the Company) against the conversion of Warrant into Equity shares is still awaited</p>	<p>1. The Company has paid the Penalty as prescribed by the SEBI for late submission of Financial Results for the Quarter/year Ended 31st March 2021.</p> <p>2. Listing approval of 600000 Equity shares is still awaited.</p>	<p>1.The Company has paid the Penalty as prescribed by the SEBI for late submission of Financial Results for the Quarter/year Ended 31st March 2021.</p> <p>2. Listing approval of 600000 Equity shares is still awaited.</p>



Warrant into Equity shares is still awaited.			
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Place: Delhi
Date: 30.05.2022



Puneet Kumar Pandey
M No-A29848
C P No.10913
UDIN: A029848D000424539

Note:- This report is based upon the information and explanation made available by the Management of the Company examining the secretarial records of the Company. Its not an due diligence.