



Ref: OK/BSE/2022-23/155

Dated: 30<sup>th</sup> 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 31<sup>st</sup> 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**  
**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 31<sup>ST</sup> 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 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 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 31<sup>st</sup> March 2021 on 15<sup>th</sup> 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:



<b>Sr. No</b>	<b>Action taken by</b>	<b>Details of violation</b>	<b>Details of action taken E.g. fines, warning letter, debarment, etc.</b>	<b>Observations/ Remarks of the Practicing Company Secretary, if Any.</b>
1	Bombay Stock Exchange	Late Submission of the Financial Results for the year/quarter ended 31 <sup>st</sup> 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 <sup>st</sup> March 2021

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

<b>Sr. No</b>	<b>Observations of the Practicing Company Secretary in the previous reports</b>	<b>Observations made in the secretarial compliance report for the year ended 31<sup>st</sup> march,2022</b>	<b>Action taken by the Listed entity, if any</b>	<b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>
	<p>1.The Company has declared its Quarterly/Yearly Financial Results for the Quarter/year Ended 31<sup>st</sup> 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 31<sup>st</sup> 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 31<sup>st</sup> 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 31<sup>st</sup> 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.*