



AN ISO 9001 : 2015
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE' 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2289-1468
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com
CIN No. L45209 WB 1924 PLC 004969

01/CS/SE/001/94669

May 28, 2021

The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 400051
Scrip Code – SIMPLEXINF

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Scrip code - 523838

The Secretary
Calcutta Stock Exchange Limited
7 Lyons Range
Kolkata – 700001
Scrip Code - 29053

Dear Sir,

Re: Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2022

In Compliance with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08 2019, we enclosed the Annual Secretarial Compliance Report dated 28th May, 2022 for the Financial year 2021-22 issued by M/s.AK. Labh & Co, Company Secretaries.

We request you to take the same on record

Yours faithfully,
For SIMPLEX INFRASTRUCTURES LIMITED

B.L. BAJORIA
SR. VICE PRESIDENT &
COMPANY SECRETARY

Enc: as above.

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACS: (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Secretarial Compliance Report of Simplex Infrastructures Limited for the year ended 31st March, 2022

We, A. K. Labh & Co., *Company Secretaries*, have examined:

- all the documents and records made available to us and explanation provided by **Simplex Infrastructures Limited** (CIN : L45209WB1924PLC004969) having its Registered Office at 'Simplex House', 27, Shakespeare Sarani, Kolkata – 700017, West Bengal ("the listed entity");
- the filings/submissions made by the listed entity to the stock exchanges;
- website of the listed entity;
- any other document/filing, 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:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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, as amended, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

and circulars/ guidelines issued thereunder; and based on above examination, we hereby report that, during the Review Period:



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- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sl. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
1.	<p><i>SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Regulation 23(9)</i></p> <p>The listed entity shall submit within 30 days from the date of publication of its standalone and consolidated financial results for the half year; disclosures of related party transactions on a consolidated basis, in the format specified in the relevant accounting standards for annual results to the stock exchanges and publish the same on its website.</p>	<p>Delay in Submission of disclosure of related party transactions for the half year ended 31st March, 2021 and 30th September, 2021.</p>	<p>For the half year ended 31st March, 2021 and 30th September, 2021, the disclosure was submitted on 1st September, 2021 and 29th December, 2021 respectively.</p>
2.	<p><i>SEBI Circular No. SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2019/ 140 dated November 21, 2019 – Clause 3 (B)(i) and Clause 3(C2):</i></p> <p>3(C2): Disclosure shall be made by listed entities, if on the last date of any quarter:</p> <p>a. Any loan including revolving facilities like cash credit from banks / financial institutions where the default continues beyond 30 days; or</p> <p>b. There is any outstanding debt security under default</p> <p>The above disclosure shall be made within 7 days from the end of each quarter.</p>	<p>ii. Quarterly Disclosures: Delay in submission with respect to defaults in payment of interest/ repayment of principal amount on loans from banks/ financial institutions.</p>	<p>There was a delay of 12 days in submission of the disclosures for quarter ended 31st March, 2021.</p>



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- (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:

Sl.No	Action taken by	Details of Violation	Details of Action taken E.g. fines, warning letter, debarment, etc.	Observations/ Remarks of the Practising Company Secretary, if any.
1.	BSE Limited (BSE)	Delay in Submission of disclosure of related party transactions for the half year ended 31 st March, 2021 and 30 th September, 2021 pursuant to Regulation 23(9) of SEBI (LODR) Regulations, 2015	BSE has imposed a fine for the said violation.	The Company has duly paid the fine as imposed by BSE.
2.	National Stock Exchange of India Limited (NSE)	Delay in Submission of disclosure of related party transactions for the half year ended 31 st March, 2021 and 30 th September, 2021 pursuant to Regulation 23(9) of SEBI (LODR) Regulations, 2015	NSE has imposed a fine for the said violation.	The Company has duly paid the fine as imposed by NSE.
3.	Calcutta Stock Exchange Limited (CSE)	Delay in Submission of disclosure of related party transactions for the half year ended 30 th September, 2021 pursuant to Regulation 23(9) of SEBI (LODR) Regulations, 2015	CSE has imposed a fine for the said violation.	The Company has duly paid the fine as imposed by CSE.



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

Sl. No.	Observation of practising Company Secretary in the previous reports	Observations made in the Secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
1.	Financial Result for the quarter and financial year ended 31.03.2020 approved at the Board Meeting held on 31.07.2020 was submitted to the Stock Exchange on 02.08.2020.	31 st March, 2021	The Company submitted the financial result on 2.8.2020 and have been submitting the financial results timely now.	Action taken by the Company is self explanatory.
2.	The Company had approved and submitted the financial results for the quarter ended 30th June, 2020 on 30th September, 2020, thereby resulting in a delay of 15 days.	31 st March, 2021	The Company submitted the financial results on 30.09.2020 and paid the fines imposed by the stock exchange for the delay of 15 days.	The Company submitted the financial results on 30.09.2020 and paid the fines imposed by the stock exchange for the delay of 15 days.
3.	There has been delay in submission of disclosure of related party transactions for the half year ended 31st March, 2020 and 30th September, 2020	31 st March, 2021	The disclosures have been submitted on 14.10.2020 and 14.01.2021 for the half year ended 31.03.2020 and 30.09.2020 respectively.	Action taken by the Company is self explanatory.
4.	The Company did not submit quarterly disclosure of default in	31 st March, 2021	The Company is submitting quarterly disclosure of default	Action taken by the Company is self explanatory.



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<p>payment of interest/ repayment of principal amount on loans from banks / financial institutions for the quarter ended 31st March, 2020 and 30th June, 2020 and delayed in submission of quarterly disclosures for quarter ended 30th September, 2020, 30th December, 2020 and 31st March, 2021.</p> <p>Also, the Company has not submitted disclosure for individual instances of default.</p>		<p>in payment of interest/ repayment of principal amount on loans from banks /financial institutions within 7 days from the end of the quarter for the subsequent quarters after 31st March 2021.</p>	
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Place : Kolkata
Date : 28.05.2022



For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practicing Company Secretary
FCS – 4848 / CP No.- 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848D000416072

