



Kiran Amarpuri

Company Secretary in whole time practice

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To,

Date: 01.07.2021

Mr. Kailash Chand Sharma
Company Secretary
Unitech Ltd.
13th Floor, Tower-B,
Signature Tower, South City-1,
Gurugram-122007

Subject: Revised Secretarial Compliance Report FY-2020-2021.

Sir,

In pursuance to regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular CIR/CFD/CMD 1/27/2019 dated 8th February, 2019,

Secretarial Compliance Report FY-2020-2021 dated 30th June 2021 vide UDIN No-F006756C000556789 sent through email. On review of the report some clerical error is observed in the report.

Therefore, we are issuing a revised report considering after rectifying the error (As enclosed).

To the extent the report has been revised.

Thanking You,
Yours Sincerely,

Kirani
1/7/21

CS KIRAN AMARPURI

FCS: 6756

CP No.-7348





Secretarial Compliance Report of Unitech Limited for The Financial Year ended 31st March 2021(Revised)

[In pursuance of Circular CIR/CFD/CMD1/27/2019 dated 8th February 2019]

I, Kiran Amarpuri, have examined:

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

for the year ended **31st March 2021** 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; *Not Applicable to the Company during the Financial Year under review.*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; *Hon'ble Supreme court vide order dt. 20.01.2020 in Civil Appeal No.10856/2016 has appointed new management consisting of Central Government Nominees Directors by replacing of old management and declared moratorium on proceedings. Resolution framework, for revival of the Company's affairs, is pending for consideration before the Apex Court. Therefore, no disclosures were submitted during the period under review.*
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *Not Applicable to the Company during the Financial Year under review.*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits)

Regulations, 2014; *Not Applicable to the Company during the Financial Year under review.*

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *Not Applicable to the Company during the Financial Year under review.*

(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 Financial Year under review.*

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

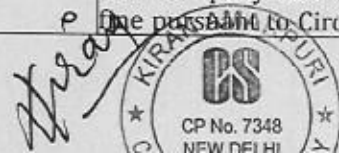
and circulars/ guidelines issued thereunder; -

and based on the above examination, I hereby report that, during the Review Period:

(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: -

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
Quarter 1 (April 2020 to June 2020)			
1.	Listing Fees of BSE & NSE under Regulation 14 of SEBI (LODR) for FY ended 31.03.2020 is required to be paid on or before 30th April 2020 [Extended dt. 30.06.2020].	Listing Fees paid to BSE & NSE on 31 st March 2021.	No fine specified as per Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12dt. 22 nd January, 2020.
2.	Disclosure of related party transactions on consolidated basis Regulation 23(9) of SEBI (LODR) within 30 days from the date of publication of results for half year ended 31 st March 2020; Due date- 10th December 2020.	Not submitted.	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
3.	Submission of Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR) within 60 days from the end of FY 31.03.2020; Due date 30 th May 2020 [Extended dt. 30.06.2020].	Submitted on 28.07.2020	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
4.	Submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) for the quarter ended 31.03.2020; Due date 15 th April 2020 [Extended dt. 15.05.2020].	Submitted to NSE on 01.06.2020	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
5.	Submission of Quarterly Share holding pattern under Regulation 31 of SEBI (LODR) for the Quarter ended 31.03.2020; Due date 21 st April 2020 [Extended dt. 15.05.2020].	Submitted on 08.06.2020	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.

6.	Submission of the Quarterly Financial Results along with limited review report/auditor's report under Regulation 33 (3)(a), (b) of SEBI (LODR) for the period ended 31.03.2020; Due date- 15th May 2020 [Extended dt. 31.07.2020].	Submitted on 09.11.2020.	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
7.	Submission of the Audited Annual Financial Results under Regulation 33 (3)(d), (e) of SEBI (LODR) for FY ended 31.03.2020; Due date- 30th May 2020 [Extended dt. 31.07.2020].	Submitted on 09.11.2020.	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
8.	Submission of the Statement of Assets and Liabilities and Cash Flow Statement under Regulation 33 (3)(f),(g) of SEBI (LODR) for FY ended 31.03.2020; Due date- 15th May 2020 [Extended dt. 31.07.2020].	Submitted on 09.11.2020.	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
9.	Submission of Certificate under Clause 40(9) of SEBI (LODR) for the half year ended 31 st March 2020; Due date-30 th April 2020	Submitted on 30.05.2020	No fine specified as per Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020 .
10.	Newspaper publication of Financial Result within 48 hours of the conclusion of Board Meeting for the Quarter ended on 31.03.2020 under Regulation 47 of SEBI (LODR) ; Due Date 11.11.2020 (for the Board meeting held on 09.11.2020)	Published on 12.11.2020	No fine specified as per Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020 .
11.	Submission of Reconciliation of Share Capital Audit under Regulation 76 of SEBI (Depository & Participants) Regulations 2018, for the quarter ended 31st March 2020; Due Date - 30th April 2020.	Submitted on 30.05.2020	No fine specified as per Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020 .
12.	Submission of Annual Initial Disclosure by large corporates within 30 days from the beginning of the FY under Circular no. SEBI/HO/DDHS/CIR/P/2018/144 dated 26.11.2018 for the FY 2020-2021; Due date - 30th April 2020.	Submitted on 14.08.2020	No fine specified as per Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020
Quarter 2 (July 2020 to September 2020)			
13.	Submission of the Quarterly Financial Results along with limited review report/auditor's report under Regulation 33 (3)(a), (b) of SEBI (LODR) for FY ended 30.06.2020; Due date- 15th August 2020 [Extended date 15.09.2020]	Not Submitted	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
Quarter 3 (October 2020 to December 2020)			
14.	Disclosure of related party transactions on consolidated basis Regulation 23(9) of SEBI (LODR) within 30 days from the date of publication of results for half year ended on 30th September 2020; Due date- 8th December 2020.	Not submitted	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
15.	Submission of the Quarterly Financial Results along with limited review report/auditor's	Not Submitted	The Company has not paid fine pursuant to Circular no.



	report under Regulation 33 (3)(a), (b) of SEBI (LODR) for the period ended 30.09.2020; Due date- 15th August 2020.		SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
Quarter 4 (January 2021 to March 2021)			
16.	Submission of Quarterly Share holding pattern under Regulation 31 of SEBI (LODR) for the Quarter ended 31.12.2020; Due date 21 st January 2021	Submitted on 14.04.2021	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
17.	Submission of the Quarterly Financial Results along with limited review report/auditor's report under Regulation 33 (3)(a), (b) of SEBI (LODR) for the period ended 31.12.2020; Due date- 15th February 2021.	Not Submitted	The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
18.	Submission of Reconciliation of Share Capital Audit under Regulation 76 of SEBI (Depository & Participants) Regulations 2018, for the quarter ended 31st December 2020; Due Date - 30th January 2021.	Submitted on 16.04.2021	No fine specified as per Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020 .

(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 my/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.
Quarter 1 (April 2020 to June 2020)				
NO FINE PAID DURING THE QUARTER				
Quarter 2 (July 2020 to September 2020)				
NO FINE PAID DURING THE QUARTER				
Quarter 3 (October 2020 to December 2020)				
NO FINE PAID DURING THE QUARTER				
Quarter 4 (January 2021 to March 2021)				
NO FINE PAID DURING THE QUARTER				

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



Sr. No.	Observations of the Practicing 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 Practicing Secretary on the actions taken by the listed entity
1.	The Company has not convened the Annual General Meeting (AGM) for the financial year ended 31 st March 2018, consequently Regulation 34(1) (a) could not be complied with.	2018-19	AGM for the F Y ended on 31.03.2018 has been held on 24.05.2021 and Annual Report submitted on 30.04.2021	The Actions taken by the Company are Satisfactory
2.	Delay in payment of Listing Fee to NSE & BSE	2019-20	Management is being Cautious for timely compliance	The Actions taken by the Company are Satisfactory
3.	Delay in submission of Financial Results for the quarter and year ended 31st March 2019 under Regulation 33 of SEBI (LODR).		Fine has been paid for late submission	
4.	Delay in submission of Reconciliation of Share Capital Audit under Regulation 76 of SEBI (Depository & Participants) Regulations 2018, for the quarter ended 31st March 2019		Management is being Cautious for timely compliance	
5.	Delay in Disclosure of related party transactions on consolidated basis within 30 days from the date of publication of results for half year ended 31 st March 2019; Due date- 19 th August 2019.		Management is being Cautious for timely compliance	
6.	Delay in submission of Quarterly Financial Results under Regulation 33 of SEBI (LODR) for the quarter ended 30th June 2019		Fine has been paid for late submission	The Actions taken by the Company is Satisfactory
7.	The Company has been convened Annual General Meeting (AGM) for the financial year ended 31st March 2019, consequently Regulation 34(1)(a) could not be complied with.		Annual Report has been sent through E-mail on 30.04.2021 & Annual General Meeting has been held on 24.05.2021	The Actions taken by the Company are Satisfactory
8.	Delay in submission of Shareholding Pattern under Regulation 31 of SEBI (LODR)		Fine has been paid for late submission	



	for the Quarter ended 30 th September 2019.		
9.	Delay in submission of Reconciliation of Share Capital Audit under Regulation 76 of SEBI (Depository) Regulations for the quarter ended 30 th September 2019.		Management is being Cautious for timely compliance
10.	Delay in submission of Certificate under Clause 40(9) of SEBI (LODR) for the half year ended 30 th September 2019.		Management is being Cautious for timely compliance
11.	Compliance Certificate under clause 7(3) of SEBI (LODR) for the half year ended 30 th September 2019.		Management is being Cautious for timely compliance
12.	Non-compliance of Regulation 33 of SEBI (LODR) pertaining to preparation, approval, submission and publication of Financial Results for the quarter ended 30 th September 2019.	2019-20	Financial Results has been submitted on 09.11.2020. Fine paid by the Company to NSE & BSE, both till 20 th December 2019.
13.	Delay in disclosure of related party transactions on consolidated basis within 30 days from the date of publication of results for half year ended 30 th September 2019.		Management is being Cautious for timely compliance
14.	Non-compliance of Regulation 33 of SEBI (LODR) pertaining to preparation, approval, submission and publication of Financial Results for the quarter ended 31 st December 2019.		Financial Results has been submitted on 09.11.2020.
			The Company has not paid Balance amount of fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
			The Company has Not filed the Disclosure of related party transactions on consolidated basis
			The Company has not paid fine pursuant to Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.

Kiran



(CS Kiran Amarpuri)
FCS No.:6756
C P No.: 7348

Place: New Delhi
Date: 01.07.2021

UDIN: F006756C000565138