



Kiran Amarpuri

Company Secretary in whole time practice

V-56, First Floor, West Patel Nagar,
Near Shadipur Metro Station,
West Patel Nagar
New Delhi - 110008.

Phone : 011-45140214 (O) 9911127572 (Mobile)

Email : kiranamaripuri@hotmail.com
kiranamaripuri@gmail.com

Secretarial Compliance Report of Unitech Limited for the Financial Year ended 31st March 2022

[In pursuance to Regulation 24A (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, Kiran Amarpuri, have examined:

- (a) all the documents and records made available to us and explanation provided by **Unitech Limited**(CIN: L74899DL1971PLC009720)("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 2022** 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 Requirement(s) 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 (Buy back 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 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **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 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable to the Company during the Financial Year under review.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable to the Company during the Financial Year under review.**
- (j) SEBI (Investor Protection and Education Fund) Regulations, 2009; **Not Applicable to the Company during the Financial Year under review.**

and circulars/ guidelines issued there under; and based on the above examination and considering the various relaxations granted, from time to time, by the Securities and Exchange Board of India and the Ministry of Corporate Affairs, in the wake of spread of COVID-19 pandemic, 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 2021 to June 2021)			
1.	Payment of Listing Fees to Stock Exchanges under Regulation 14 of SEBI (LODR) for the financial year 2021-22 which was required to be paid on or before 30.04.2021.	Paid to BSE and NSE on 07.07.2021	Late Payment of Listing Fees. No fine specified.
2.	Financial Results for the quarter and year ended on 31 st March, 2021 under Regulation 33 of SEBI (LODR) Regulations, 2015; Due date- 30 th May 2021 (Extended date: 30 th June, 2021)	Not Submitted	The Company has not yet approved the financial results.
3.	Disclosure of related party transactions under Regulation 23(9) of SEBI (LODR) within 30 days from the date of publication of results for half year ended on 31 st March 2021.	Not submitted.	The Company has not yet approved the financial results

Quarter 2 (July 2021 to September 2021)			
4.	Disclosure of events or information under Regulation 30 of SEBI (LODR) for resignation of CFO & KMP not later than 24 Hours of occurrence; Event Date 30th June 2021; Due date – 01.07.2021	Submitted on 02.07.2021	No fine specified as per Circular no. SEBI/HO/CFD /CMD/CIR/P/2020/12dt. 22 nd January, 2020.
5.	Financial Results for the quarter ended on 30 th June, 2021 under Regulation 33 of SEBI (LODR) Regulations, 2015; Due date- 14th August 2021	Not Submitted	The Company has not yet approved the financial results.
Quarter 3 (October 2021 to December 2021)			
6.	Submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) for the quarter ended on 30.09.2021; Due date 21 st October, 2021	Not Submitted	The Company has not submitted the disclosure to the Stock Exchange(s) nor published on its website.
7.	Financial Results for the quarter and half year ended on 30 th September, 2021 under Regulation 33 of SEBI (LODR) Regulations, 2015; Due date- 14th November 2021.	Not Submitted	The Company has not yet approved the financial results.
8.	Disclosure of related party transactions under Regulation 23(9) of SEBI (LODR) within 30 days from the date of publication of results for half year ended on 30th September 2021.	Not submitted	The Company has not yet approved the financial results.
Quarter 4 (January 2022 to March 2022)			
9.	Financial Results for the quarter and nine months ended on 31 st December, 2021 under Regulation 33 of SEBI (LODR) Regulations, 2015; Due date- 14th February 2022.	Not Submitted	The Company has not yet approved the financial results.

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.

- (b) 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 2021 to June 2021)				
1.	BSE	Non-Submission of the Financial Results for the quarter/year ended on March 2021 in terms of Regulation 33 of SEBI (LODR) within the prescribed time.	Fine of Rs. 1, 71,100/- imposed vide letter dated 29.07.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
2.	NSE	Non-Submission of the Financial Results for the quarter/year ended on March 2021 in terms of Regulation 33 of SEBI(LODR) within the prescribed time	Fine of Rs. 1, 71,100/- imposed vide letter dated 29.07.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
3.	NSE	Delay in submission of submission of Secretarial Compliance Report in terms of Regulation 24A of SEBI (LODR) for the period March 2021 within the prescribed time.	Fine of Rs. 2,360/- imposed vide letter dated 29.07.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
Quarter 2 (July 2021 to September 2021)				
4..	BSE	Non-Submission of the Financial Results for the quarter ended on June 2021 in terms of Regulation 33 of SEBI (LODR) within the prescribed time.	Fine of Rs. 1, 71,100/- imposed vide letter dated 14.09.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
5.	NSE	Non-Submission of the Financial Results for the quarter ended on June 2021 in terms of Regulation 33 of SEBI (LODR) within the prescribed time.	Fine of Rs. 1, 71,100/- imposed vide letter dated 14.09.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
Quarter 3 (October 2021 to December 2021)				
6.	BSE	Non-Compliance in terms of Regulation 17(1), 18(1), 19(1)/19(2), 20 and 27(2) of SEBI (LODR) for the quarter ended on September 2021.	Fine of Rs. 12, 69,680/- imposed vide letter dated 22.11.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
7.	NSE	Non-Compliance in terms of Regulation 17(1), 18(1), 19(1)/19(2), 20 and 27(2) of SEBI (LODR) for the quarter ended on September 2021.	Fine of Rs. 12, 69,680/- imposed vide letter dated 22.11.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.

8.	BSE	Non-Submission of the Financial Results for the quarter ended on September 2021 in terms of Regulation 33 of SEBI (LODR) within the prescribed time.	Fine of Rs. 1, 71,100/- imposed vide letter dated 14.12.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
9.	NSE	Non-Submission of the Financial Results for the quarter ended on September 2021 in terms of Regulation 33 of SEBI(LODR) within the prescribed time	Fine of Rs. 1, 71,100/- imposed vide letter dated 14.12.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
10.	BSE	Non-Submission of Annual Report for the year ended on March 2021 in terms of Regulation 34 of SEBI (LODR) within the prescribed time.	Fine of Rs. 1, 20,360/- imposed vide letter dated 30.12.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not yet approved the Financial Statements for the FY 2020-21, accordingly Annual General meeting has also not convened. The Company has not paid the fine.
11.	NSE	Non-Submission of Annual Report for the year ended on March 2021 in terms of Regulation 34 of SEBI (LODR) within the prescribed time.	Fine of Rs. 1, 20,360/- imposed vide letter dated 30.12.2021 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not yet approved the Financial Statements for the FY 2020-21, accordingly Annual General meeting has also not convened. The Company has not paid the fine.
Quarter 4 (January 2022 to March 2022)				
12.	BSE	Non-Submission of the Financial Results for the quarter ended on December 2021 in terms of Regulation 33 of SEBI (LODR) within the prescribed time.	Fine of Rs. 1, 65,200/- imposed vide letter dated 14.03.2022 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.
13.	NSE	Non-Submission of the Financial Results for the quarter ended on December 2021 in terms of Regulation 33 of SEBI(LODR) within the prescribed time	Fine of Rs. 1, 65,200/- imposed vide letter dated 14.03.2022 in terms of SEBI Cir. No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.	The Company has not paid the fine.

(c) 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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity

1.	Non-submission of Disclosure of related party transactions on consolidated basis within 30 days from the date of publication of results for half year ended on 31 st March 2019; Due date- 19 th August 2019.	2019-20	Management is being Cautious for timely compliance	The Company has not submitted the disclosure to the Stock Exchange(s) nor published on its website.
2.	Non-compliance of Regulation 33 of SEBI (LODR) pertaining to preparation, approval, submission and publication of Financial Results for the quarter ended on 30 th September 2019.		Financial Results has been submitted on 09.11.2021. Fine paid by the Company to NSE & BSE, both till 20 th December 2019.	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.
3.	Non-submission of disclosure of related party transactions within 30 days from the date of publication of results for half year ended on 30 th September 2019.		Management is being Cautious for timely compliance	The Company has not submitted the disclosure to the Stock Exchange(s) nor published on its website.
4.	Delay in payment of Listing Fees of BSE & NSE under Regulation 14.	2020-21	Listing Fees paid to BSE & NSE on 31 st March 2021.	The Actions taken by the Company are Satisfactory.
5.	Delay in disclosure of related party transactions under Regulation 23(9) of SEBI (LODR) within 30 days from the date of publication of results for half year ended 31 st March 2020;		Management is being Cautious for timely compliance	The Company has not submitted the disclosure to the Stock Exchange(s) nor published on its website.
6.	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) for the quarter ended on 31.03.2020; Due date 21 st April 2020 [Extended dt. 15.05.2020].		Submitted to NSE on 01.06.2020	The Company has not paid fine in terms of Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020. NSE vide its letter No. NSE/LIST-SOP/ REG / Fines/0862 dated July 26, 2021 reversed the fine.
7.	Delay in submission of Quarterly Share holding pattern under Regulation 31 of SEBI (LODR) for the Quarter ended on 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 in terms of Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
8.	Delay in 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		Submitted on 09.11.2020	The Company has not paid fine in terms of Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.

	period ended 31.03.2020; Due date- 15th May 2020 [Extended dt. 31.07.2020].			
9.	Delay in submission of the Audited Annual Financial Results under Regulation 33 (3)(d), (e) of SEBI (LODR) for FY ended on 31.03.2020; Due date- 30th May 2020 [Extended dt. 31.07.2020].	2020-21	Submitted on 09.11.2020	The Company has not paid fine in terms of Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
10.	Delay in submission of the Statement of Assets and Liabilities and Cash Flow Statement under Regulation 33 (3)(f), (g) of SEBI (LODR) for FY ended on 31.03.2020; Due date- 15th May 2020 [Extended dt. 31.07.2020].		Submitted on 09.11.2020	The Company has not paid fine in terms of Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
11.	Delay in publication of Financial Result in newspaper 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	The Actions taken by the Company are Satisfactory.
12.	Delay in 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	The Actions taken by the Company are Satisfactory.
13.	Delay in 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 on 30.06.2020; Due date- 14th August 2020 [Extended date 14.09.2020]		Submitted on 23.03.2022	The Company has not paid fine in terms of Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020
14.	Delay in disclosure of related party transactions under 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-		Management is being Cautious for timely compliance	The Company has not submitted the disclosure to the Stock Exchange(s) nor published on its website.

	8th December 2020.			
15.	Delay in 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 on 30.09.2020; Due date- 14th August 2020.	2020-21	Management is being Cautious for timely compliance	The Company has not submitted quarterly and year-to-date Standalone and Consolidated financial results to the Stock Exchange(s).
16.	Delay in submission of Quarterly Share holding pattern under Regulation 31 of SEBI (LODR) for the Quarter ended on 31.12.2020; Due date 21 st January 2021		Submitted on 14.04.2021	The Company has not paid fine in terms of Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 nd January, 2020.
17.	Delay in 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 on 31.12.2020; Due date- 14th February 2021.		Management is being Cautious for timely compliance	The Company has not submitted quarterly and year-to-date Standalone and Consolidated financial results to the Stock Exchange(s)
18.	Delay in submission of Reconciliation of Share Capital Audit under Regulation 76 of SEBI (Depository & Participants) Regulations 2018, for the quarter ended on 31st December 2020; Due Date - 30th January 2021.		Submitted on 16.04.2021	The Actions taken by the Company are Satisfactory



(CS Kiran Amarpuri)

FCS No.:6756

C P No.:7348

Place: New Delhi

Date: 24.05.2022

UDIN: F006756D000378479