



GPT Infraprojects Limited

Regd. Office : GPT Centre, JC-25, Sector-III, Salt Lake, Kolkata – 700 106, India CIN: L20103WB1980PLC032872
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GPTINFRA/CS/SE/2021-22

June 04, 2021

**The Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001**

**National Stock Exchange of India Ltd.,
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051**

Dear Sir/Madam,

Ref.: BSE Scrip Code - 533761; NSE Symbol - GPTINFRA

Sub: Filing of Secretarial Compliance Report for the year ended 31st March, 2021.

Dear Sir,

Enclosed please find herewith Secretarial Compliance Report issued by Practicing Company Secretary for the year ended 31st March, 2021, pursuant to **Circular No. CIR/CFD/CMDI/27/2019 dated 08/02/2019** issued by Securities and Exchange Board of India read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the aforesaid information on record and oblige.

Thanking you.

Yours truly,

For GPT Infraprojects Limited

**A B Chakrabartty
(Company Secretary)
M. No. FCS- 7184**



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

AVANI OXFORD, PHASE II
136, JESSORE ROAD, BLOCK - 1
FLAT # 1B, 1ST FLOOR
KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

Secretarial Compliance Report

GPT INFRAPROJECTS LIMITED for the year ended 31st March, 2021
[Pursuant to Circular No. CIR/CFD/CMDI/27/2019 dated 08/02/2019 issued by
Securities and Exchange Board of India]

To,
The Board of Directors
GPT INFRAPROJECTS LIMITED
GPT Centre, JC-25, Sector-III, Salt Lake
Kolkata - 700106

I have examined:

- a. all the documents and records made available to me and explanation provided by GPT INFRAPROJECTS 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 (‘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 including its amendments;
- b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **Not Applicable to the Company since no shares issued during the year under review;**



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- 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 since no buy back was considered during the year under review.**
- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **- Not Applicable since the company has not issued shares as per (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 during the year.**
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **-Not applicable since no debt securities were issued during the year.**
- g. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **-Not applicable since no preference shares were issued during the year under review.**
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

Circulars/ guidelines issued by SEBI in respect of aforesaid regulations 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;
- b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my 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: **NA**

Sr. 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.
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Practising Company Secretary

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- d. The listed entity has taken the following actions to comply with the observations made in previous reports: **NA**

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31st March, 2020	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
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I further certify that :-

- 1) that the company has complied with the conditions after suitably modifying the terms of appointment letter given to the statutory auditors mentioning the effect of conditions envisaged in Clause 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18th, October, 2019 issued by Securities and Exchange Board of India.
- 2) that the Company has complied with the conditions of Disclosure of material impact of CoVID-19 pandemic on Company's Business Operations under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") pursuant to Regulation 30 of LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/84 dated 20th May, 2020,
- 3) that the Company has confirmed regarding appointment of NSDL as the "Designated Depository" for the purpose of System Driven Disclosures in Securities Market, pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2018 dated 28th, May, 2018

Due to prevailing second wave of COVID -19 pandemic and subsequent lock down, we have conducted online verification & examination of records.

Place: Kolkata

Date:03/06/2021

UDIN NO. F002699C000417025

ASHOK
KUMAR
DAGA

Digitally signed by
ASHOK KUMAR DAGA
Date: 2021.06.03
15:40:30 +05'30'

Ashok Kumar Daga
(Practising Company Secretary)

FCS No. 2699, CP No. 2948