



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, 2020
[Pursuant to Circular No. CIR/CFD/CMDI/27/2019 dated 08/02/2019 issued by Securities and Exchange Board of India]

To,

The Members of
GPT Infraprojects Limited
JC-25, Sector - III, Salt Lake
Kolkata - 700 098, West Bengal (India)

1. I have examined:

- a. all the documents and records made available to me and explanation provided by **M/s 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, 2020 ("Review Period") in respect of compliance with the provisions of :
 - e. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder;and
 - f. 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");
2. 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;



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

- 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; N/A
- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; N/A
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; N/A
- g. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; N/A
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued there under and based on the above examination,

The Company has duly formulated code of conduct for designated persons and their immediate relatives and monitor its compliances in terms of Regulation 9(1) and 9(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

I/We 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 Practising Company Secretary
1.	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;	Not Applicable	The regulation mentioned in the column no. 2(d) is not applicable to the company.



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

2.	Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;	Not Applicable	The regulation mentioned in the column no. 2(e) is not applicable to the company.
3.	Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;	Not Applicable	The regulation mentioned in the column no. 2(f) is not applicable to the company.
4.	Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;	Not Applicable	The regulation mentioned in the column no. 2(g) is not applicable to the company.

- a. 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 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 Practising Company Secretary, if any.
1.	NIL	NA	NA	NA

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



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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March, 2019	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
	Non-compliance w.r.t regulation 33 of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015	It was the first non-compliance w.r.t regulation 33 of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015	The Company has paid the Fine of Rs. 10,000/-for a delay of 2 days in submission of Audited Financial results for the financial year ended 31 st March, 2018.	NA

Place: KOLKATA

Date: 19.06.2020

ASHOK KUMAR DAGA

(PRACTISING COMPANY SECRETARY)

UDIN NO. F002699B000358450

FCS No.2699, C P No: 2948