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**VIKAS WSP LIMITED**

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B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91(154)2494512/2494552 Fax : 91(154)2494361/2475376

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**Date:** -08.07.2022**To**  
**The General Manager,**  
**BSE Limited**  
**Corporate Relation Department,**  
**Phiroze Jeejeebhoy Tower**  
**Dalal Street, Mumbai-400001****Subject: Submission of Annual secretarial compliance Report under Regulation 24A of SEBI (Listing obligations and Disclosure Requirements)(Amendment) Regulations, 2015 for the financial year ended 31.03.2022****Scrip Code No. – 519307****ISIN: - INE706A01022**

Dear Sir,

Please find attached Annual Secretarial compliance Report under Regulation 24A of SEBI(Listing obligations and Disclosure Requirements) (Amendment) Regulations, 2015 for the financial year ended 31.03.2022 issued by the **M/s. Priyam & Associates**, Practicing Company Secretaries(COP 18567 M.No.-51177, as Secretarial Auditor of the company, pursuant to SEBI circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019.

You are requested to kindly take note of the same

Thanking You,

Yours faithfully,

For **Vikas WSP Limited- Under CIRP**

*Gunjan Kumar K*  
**Gunjan Kumar Karn**  
**Company Secretary cum compliance officer**  
M.No.-A38298

(Vikas WSP Limited is under corporate insolvency resolution process pursuant to the provisions of the Insolvency and Bankruptcy Code, 2016. With effect from February 02, 2022, its affairs, business and assets are being managed by, and the powers of the board of directors are vested in, the Interim Resolution Professional, Mr. Darshan Singh Anand (IP Registration No. IBBI/IPA-002/IP-N00326/2017-2018/10931, appointed by the National Company Law Tribunal, Chandigarh Bench by order dated 02<sup>nd</sup> February, 2022 under the provisions of the code, which was published on the website of the Hon'ble National Company Law Tribunal, Chandigarh Bench on 02<sup>nd</sup> February, 2022 and continued as Resolution Professional by the 02<sup>nd</sup> committee of creditors(CoC) in its meeting held on 17<sup>th</sup> March, 2022 under the provisions of the Code.).

For VIKAS WSP LIMITED

Gurjinder Kaur  
Company Secretary



To,  
The Resolution Professional  
The Board of Directors (Suspended under CIRP)  
Vikas WSP Limited  
Railway Road  
Siwani-127046  
Haryana (India)

### Annual Secretarial Compliance Report for the Financial Year 2021-2022

We have been engaged by **Vikas WSP Limited** (hereinafter referred to as 'the Company') bearing CIN: **L24139HR1988PLC030300** whose equity shares are listed on BSE Limited (Security Code: **519307**) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with applicable provisions of SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

**FOR PRIYAM & ASSOCIATES**  
Company Secretaries

  
**PRIYAM GUPTA**  
(Proprietor)  
C P No. 18567  
Place: MEERUT  
Date: July 08, 2022







Secretarial compliance report of Vikas WSP Limited  
for the Financial Year ended 31<sup>st</sup> March 2022

To,  
The Resolution Professional  
The Board of Directors (Suspended under CIRP)  
Vikas WSP Limited  
Railway Road  
Siwani-127046  
Haryana (India)

We, Priyam & Associates, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Vikas WSP 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 31<sup>st</sup> March 2022 ("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;
- (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; **(Not Applicable to the Company during the Audit Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period)**
- (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 Audit Period)**





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

(i) and circular/guidelines issued thereunder;

and based on the above examination, 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 Practicing Company Secretary
1.	As per Regulation 33 the listed entity shall submit quarterly and year-to-date standalone financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter.	Company holds meeting on 01/10/2021 for the approval of financial results for the quarter ended June, 2021.	The listed entity did not hold Board Meeting & filed Unaudited Financial Results within 45 days for the quarter ended June, 2021.
2.	As per Regulation 33 the listed entity shall submit quarterly and year-to-date standalone financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter.	Company holds meeting on 20/05/2022 for the approval of financial results for the quarter ended September, 2021.	The listed entity did not hold Board Meeting & filed Unaudited Financial Results within 45 days for the quarter ended September, 2021.
3.	As per Regulation 33 the listed entity shall submit quarterly and year-to-date standalone financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter.	Company holds meeting on 11/06/2022 for the approval of financial results for the quarter ended December, 2021.	The listed entity did not hold Board Meeting & filed Unaudited Financial Results within 45 days for the quarter ended December, 2021.
4.	As per Regulation 33 the listed entity shall submit annual audited financial results for the financial year, within sixty days from the end of the financial year along with the audit report.	Company didn't hold meeting for the quarter ended March, 2022 as of the date of report	The listed entity didn't hold Board Meeting & filed Audited Financial Results within 60 days for the quarter ended March 2022.





5.	The listed entity shall submit a secretarial compliance report in such form as specified, to stock exchanges, within sixty days from end of each financial year	Company failed to submit Annual Secretarial Compliance report within the prescribed time under SEBI (LODR), 2015 for the Financial Year 31 <sup>st</sup> March 2021	The listed entity did not submit Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR) REGULATIONS, 2015 within 60 days from the end of Financial Year and further extended by 30 days actually it was filed on 07 September 2021
6.	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Company failed to filed the Reconciliation of Share Capital Audit within 30 days from quarter ended 30 <sup>th</sup> June, 2021 and actually filed on 02/08/2021	The listed entity did not submit Reconciliation of Share Capital Audit under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended June, 2021 within the prescribed time.
7.	The listed entity shall submit a stock exchange(s) a statement showing holding of securities and shareholding pattern separately for each class of securities in the format specified by the Board of from time to time on quarterly basis, within 21 days from the end of each quarter.	Company failed to filed Shareholding pattern within the specified time i.e. 21 days from the end of quarter ended June, 2021	The listed entity didn't upload Shareholding pattern under Regulation 31(1)(b) of SEBI (LODR) REGULATIONS, 2015 within the 21 days from end of quarter ended June, 2021 and actually filed on 31 <sup>st</sup> July, 2021.
8.	CSR - Unspent Amount for the financial year 2020-21	Company failed to spent the unspent Amount of CSR for the financial year 2020-21 in the financial year 2021-22 and failed to open to escrow account in the name of	As per Section 135 of Companies Act, 2013 and rules made thereunder company which have unspent amount of CSR in any financial year need to transfers the amount to separate bank account also known as escrow account and transfer the unspent amount in that particular financial year.
9.	The Listed entity in pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 submit and close Trading window for all the designated persons and their immediate relative from the end day of quarter ended till the 48hours after declaration of Financial Results of the Company.	Company failed to close Trading window for the quarter ended June, 2021	The Listed entity failed to close and submit Trading window disclosure for the designated persons and their immediate relatives for the quarter ended June, 2021







10.	The Listed entity shall file with the recognised stock exchange on quarterly basis within 21 days from the end of each quarter, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of quarter.	Company failed to file compliance within the prescribed time under regulation 13(3) for the quarter ended June, 2021 and filed on 31/07/2021.	The listed entity did not submit Statement of Investor Complaints under regulation 13(3) of SEBI (LODR), 2015 for the quarter ended June, 2021.
11.	The listed entity shall submit a quarterly report on corporate governance in the format as specified by the board from time to time to the recognised stock exchange within 21 days from the end of each quarter.	Company failed to file compliance within the prescribed time under regulation 27(2) for the quarter ended June, 2021 and filed on 02/08/2021	The listed entity did not submit Corporate Governance Report under regulation 27(2) of SEBI (LODR), 2015 for the quarter ended June, 2021 within the prescribed time.
12.	Secretarial Standard - 1 & 2	Company failed to comply with the provisions in accordance with Secretarial Standard 1 & 2 in related to notice, agenda, minutes & signing of board Meeting and General Meeting	Every company needs to comply the provisions mentioned in Secretarial Standard 1 & 2 and company failed to do so
13.	ITR of the company for the F.Y. ended 31.03.2021 needs to be filed on or before 15 <sup>th</sup> February 2022	ITR of the company for the F.Y. ended 31.03.2021 was filed late actually it was filed on 4/03/2022	ITR of the company was filed late by 17 days and also Tax Auditor of the company has given observations in their report that company has not provided sufficient documents necessary for Tax Audit.
14.	GSTR 3-B, GST R-1 and Annual Return of GST.	GSTR 3-B, GST R-1 has been filed late by the company and Annual Return of GST has not been filed by company	Company has filed GSTR 3-B the month of April 21, May-2 And March 22, GTR-1 was filed late for the month of April 21, May 21, June 21, July 21, Aug 21, and no GST annual return was filed.







### Statement of Facts

Company failed to provide the complete information in terms of signed minutes, Statutory registers, RoC Filing for the purpose of Secretarial Audit in accordance with the provisions of Section 204 of Companies Act, 2013 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As per the information given by the company and FIR dated 18/12/2021 that records of the company were stolen which includes signed minutes, Statutory registers and other records, company was trying to retrieve data but data cannot be fully recovered.

The company has been given a trading terminal by NSE wide circular dated 16/08/2019

Our Report is on the basis of the limited information provided by the company and available data on BSE website and rest we rely on the information provided by the company in the Management Representation letter dated 08-07-2022.

### Note:

1. As per Regulation 33(2)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the financial results of a company submitted to the Stock Exchange shall be signed by the Chairperson or Managing Director or Whole Time Director or in absence of all of the them, it shall be signed by any Director of the company who is duly authorised by the board of Directors to sign the financial results. Pursuant to the order of Hon'ble NCLT initiating Corporate Insolvency Resolution process (CIRP) the power of the board of Directors stand suspended and such powers are excisable by RP.

As the powers of the Board of Directors have been suspended, the aforesaid documents are signed and approved by the Resolutions Professional only.

2. In the wake of COVID-19 the relaxation is provided & time limit is extended for the various applicable by SEBI. The Company has done various compliance related to Quarter ended on March 2021 under the said relaxations.
- (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 our examination of those records.
- (c) The Hon'ble NCLT has initiated the Corporate Insolvency Resolution process (CIRP) under Insolvency and Bankruptcy, code 2016 and has appointed IRP Mr. Darshan Singh bearing registration No.,IBBI/PA-002/IP-N00326/2017-18/10931 under the CIRP vide NCLT, order No. NCLT/CHD/REG/901 dated 02/02/2022. As intimated, no other action has been 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.

Further, there are several ongoing cases against the suspended management and from the suspended management against RP in the Hon'ble NCLT including stay order by Hon'ble NCLAT on the liquidity order passed by the Hon'ble NCLT.

- (d) 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
1.	Securities Exchange Board of India	Regulation 13(3) - June 2021	Fine - 10,620/-	Delay in filing
2.	Securities Exchange Board of India	Regulation 27(2) - June 2021	Fine - 25,960/-	Delay in filing
3.	Securities Exchange Board of India	Regulation 27(2) - June 2021	Fine - 25,960/-	Delay in filing
4.	Securities Exchange Board of India	Regulation 31 - June 2021	Fine - 21,240/-	Delay in filing
5.	Securities Exchange Board of India	Regulation 19(1)/19(2) - June 2021	Fine - 21,240/-	Delay in filing
6.	Securities Exchange Board of India	Regulation 44(3) for the meeting held on 18 <sup>th</sup> April, 2021 for postal ballot	Fine - 11,800/-	Delay in filing
7.	Securities Exchange Board of India	Regulation 33 - June 2021	Fine - 2,65,500	Delay in filing
8.	Securities Exchange Board of India	Regulation 24A - March 2021	Fine - 128,000	Delay in filing

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





Sr. No	Observation of the Practicing Company Secretary in the previous reports	Observation made in the secretarial compliance report for the year ended... (the year are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NOT APPLICABLE				

FOR PRIYAM & ASSOCIATES  
Company Secretaries

*Priyam*



**PRIYAM GUPTA**  
(Proprietor)  
C P No: 18567  
UDIN: A051177D000591882

Place: Meerut  
Date: July, 08, 2022