

VIKAS WSP LIMITED

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



**Date:-23.04.2024**

**To**  
**The General Manager,**  
**Bombay Stock Exchange**  
**Corporate Relation Department,**  
**Phiroze Jeejeebhoy Tower,**  
**Dalal Street, Mumbai – 400001**

**Ref: Vikas WSP Limited**  
**Scrp Code-519307**

**Subject:** -Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 for the quarter ended as on March 31, 2024.

**Dear Sir/Madam,**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, please find attached herewith the Compliance Certificate on Corporate Governance for the quarter ended as on March 31, 2024.

Kindly take the above information on record.

Thanking You,  
**Yours Faithfully,**  
**For VIKAS WSP LIMITED**

gunjan  
kumar karn

Digitally signed by  
gunjan kumar karn  
Date: 2024.04.23  
13:46:30 +05'30'

**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.)**

**Encl:** As above

<b>General information about company</b>	
Scrip code	519307
NSE Symbol	
MSEI Symbol	
ISIN	INE706A01022
Name of the entity	VIKAS WSP LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	PAWAN SINGLA	LJLPS8508Q	08913655	Executive Director	Chairperson		01-01-1960
2	Mr	VISHANUDUTT	BEUPV0405B	09347447	Non-Executive - Independent Director	Not Applicable		30-04-1985
3	Mr	ANANDILAL	BNEPA3647M	09347487	Non-Executive - Independent Director	Not Applicable		05-05-1987
4	Mr	BALJINDER SINGH	KLXPS0260Q	09425377	Executive Director	Not Applicable		01-01-1978
5	Mr	BUTA SINGH	DBCPS5983N	09425405	Executive Director	Not Applicable		22-07-1986
6	Mrs	SUMAN DEVI	DNHPD5940M	09425407	Non-Executive - Independent Director	Not Applicable		01-07-1990

### I. Composition of Board of Directors

#### Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	Yes	01-10-2023		DIN deactivated due to non-filing of DIR-3 KYC	Inactive
2	Yes	01-10-2023		DIN deactivated due to non-filing of DIR-3 KYC	Inactive
3	Yes	01-10-2023		DIN deactivated due to non-filing of DIR-3 KYC	Inactive
4	Yes	01-10-2023		DIN deactivated due to non-filing of DIR-3 KYC	Inactive
5	Yes	01-10-2023		DIN deactivated due to non-filing of DIR-3 KYC	Inactive
6	Yes	01-10-2023		DIN deactivated due to non-filing of DIR-3 KYC	Inactive

### I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		12-10-2020	30-09-2021			2	0	2	1			
2	NA		05-10-2021	28-07-2023		60	2	2	2	2			
3	NA		05-10-2021	28-07-2023		60	2	2	0	2			
4	NA		10-12-2021	28-07-2023			1	0	3	0			
5	NA		07-12-2021	28-07-2023			1	0	1	0			
6	NA		21-12-2021	28-07-2023		60	2	2	2	0			

### Text Block

Textual Information(1)	<p>Composition of Board of Directors</p> <p>Honble National Company Law Tribunal (NCLT), Chandigarh Bench admitted M/s Vikas WSP Limited under Corporate Insolvency Resolution Process (CIRP) via order dated 02.02.2022 in Company Petition CP (IB) No. 315/Chd/Hry/2019 filed by Bank of India as Financial Creditor under Section 7 of the Insolvency and Bankruptcy Code (IBC), 2016.</p> <p>As per Section 17 of the IBC, 2016, the powers of the Board of Directors stands suspended and are vested in the Interim Resolution Professional (IRP)/ Resolution Professional (RP). Honble NCLT via the aforesaid order appointed Mr. Darshan Singh Anand (IP Registration No. IBBI/IPA-002/IP-N00326/2017-18/10931) as the IRP in the matter and Moratorium under Section 14 of the IBC, 2016 was imposed with effect from 02.02.2022 and continued as RP in the matter as resolved by the members of the Committee of Creditors (CoC) in their 02nd CoC Meeting held on 17.03.2022 as per the provisions of the code.</p> <p>Pursuant to sub-regulation (2A) in Regulation 15 in LODR, the Company is fully exempt from the provisions of Regulation 17 and 23, from holding requisite number of meetings in a year and composition of the Board of Directors, continuation of directorship of a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee.</p> <p>In lieu of the exceptions laid in Regulation 15(2A) of LODR, the Company undergoing CIRP is exempted from Regulation 17 and 23. Provided that the roles and responsibilities of the Board of Directors as specified under Regulation 17 shall be fulfilled by the IRP/ RP.</p> <p>The members of the Board of Directors namely Mr. Pawan Singla, Mr. Vishanudutt, Mr. Anandilal, Mr. Baljinder Singh, Mr. Buta Singh &amp; Ms. Suman Devi have not filed their DIR-3 KYC Form, resulting in deactivation of their Director Identification Number (DIN), resulting in their disqualification since 01.10.2023. Further, an application under Section 19(2) of IBC, 2016 was filed for seeking necessary cooperation from the Directors (ex-management) including submission of material documents and records for smooth functioning of the process. But, due to delay in the compliances for previous years owing to non-cooperation by the management the subsequent compliances have also gotten delayed.</p> <p>Here it is also important to highlight that, there are no business operations in the Company, resulting in no revenue generation and lack of funds. However, all possible efforts are being made with the assistance of the members of CoC and persisting non-cooperation by the directors, to hold the meetings of the Board of Directors as required under LODR Regulations.</p> <p>Even though, the RP is exempted from holding minimum number of the meetings as per Regulation 15 (2A), the RP has been thriving hard to make necessary compliances as required under LODR Regulations due to non-availability of complete records.</p>
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<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

### Annexure 1 Text Block

Textual Information(1)	<p>Composition of Committees</p> <p>Honble National Company Law Tribunal (NCLT), Chandigarh Bench admitted M/s Vikas WSP Limited under Corporate Insolvency Resolution Process (CIRP) via order dated 02.02.2022 in Company Petition CP (IB) No. 315/Chd/Hry/2019 filed by Bank of India as Financial Creditor under Section 7 of the Insolvency and Bankruptcy Code (IBC), 2016.</p> <p>As per Section 17 of the IBC, 2016, the powers of the Board of Directors stands suspended and are vested in the Interim Resolution Professional (IRP)/ Resolution Professional (RP). Honble NCLT via the aforesaid order appointed Mr. Darshan Singh Anand (IP Registration No. IBBI/IPA-002/IP-N00326/2017-18/10931) as the IRP in the matter and Moratorium under Section 14 of the IBC, 2016 was imposed with effect from 02.02.2022 and continued as RP in the matter as resolved by the members of the Committee of Creditors (CoC) in their 02nd CoC Meeting held on 17.03.2022 as per the provisions of the code.</p> <p>Pursuant to sub-regulation (2B) in Regulation 15 in LODR, the Company is fully exempt from the provisions of Regulation 18, 19, 20 and 21, from holding requisite number of meetings in a year and composition of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee.</p> <p>In lieu of the exceptions laid in Regulation 15(2B) of LODR, the Company undergoing CIRP is exempted from Regulation 18, 19, 20 and 21. Provided that the roles and responsibilities of the Committees as required under the specific regulation shall be fulfilled by the IRP/ RP.</p> <p>The members of the Board of Directors namely Mr. Pawan Singla, Mr. Vishanudutt, Mr. Anandilal, Mr. Baljinder Singh, Mr. Buta Singh &amp; Ms. Suman Devi have not filed their DIR-3 KYC Form, resulting in deactivation of their Director Identification Number (DIN), resulting in their disqualification since 01.10.2023. Further, an application under Section 19(2) of IBC, 2016 was filed for seeking necessary cooperation from the Directors (ex-management) including submission of material documents and records for smooth functioning of the process. But, due to delay in the compliances for previous years owing to non-cooperation by the management the subsequent compliances have also gotten delayed.</p> <p>Here it is also important to highlight that, there are no business operations in the Company, resulting in no revenue generation and lack of funds. However, all possible efforts are being made with the assistance of the members of CoC and persisting non-cooperation by the directors, to hold the meetings of the committees as required under LODR Regulations.</p> <p>Even though the RP is exempted from holding minimum number of the meetings as per Regulation 15 (2B), the RP has been thriving hard to make necessary compliances as required under LODR Regulations.</p>
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<b>Audit Committee Details</b>							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09425377	BALJINDER SINGH	Executive Director	Member	10-12-2021		
2	09347447	VISHANUDUTT	Non-Executive - Independent Director	Member	05-10-2021		
3	09347487	ANANDILAL	Non-Executive - Independent Director	Chairperson	05-10-2021		

<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09425407	SUMAN DEVI	Non-Executive - Independent Director	Member	21-12-2021		
2	09347447	VISHANUDUTT	Non-Executive - Independent Director	Member	05-10-2021		
3	09347487	ANANDILAL	Non-Executive - Independent Director	Chairperson	05-10-2021		

<b>Stakeholders Relationship Committee</b>							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08913655	PAWAN SINGLA	Executive Director	Member	12-10-2020		
2	09347447	VISHANUDUTT	Non-Executive - Independent Director	Chairperson	05-10-2021		
3	09425407	SUMAN DEVI	Non-Executive - Independent Director	Member	21-12-2021		

<b>Risk Management Committee</b>							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08913655	PAWAN SINGLA	Executive Director	Chairperson	12-10-2020		
2	09425377	BALJINDER SINGH	Executive Director	Member	10-12-2021		
3	09425405	BUTA SINGH	Executive Director	Member	07-12-2021		

<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09347447	VISHANUDUTT	Non-Executive - Independent Director	Chairperson	05-10-2021		
2	09425377	BALJINDER SINGH	Executive Director	Member	10-12-2021		
3	08913655	PAWAN SINGLA	Executive Director	Member	12-10-2022		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	30-10-2023				No	6	0	0

### Text Block

Textual Information(1)	<p style="text-align: center;">Meeting of Board of Directors</p> <p>Pursuant to Regulation 15(2A) read with Regulation 17 of LODR Regulation, the Company is exempt from the provisions of Regulation 17 and 23, from holding requisite number of meetings in a year and composition of the Board of Directors, continuation of directorship of a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee.</p> <p>Further, Section 17 of IBC, 2016 provides that, the powers of the board of directors of the Company shall stand suspended and be vested in and exercised by the RP. However, while the powers of the board of directors stand suspended, the directors are accountable for the actions done during their tenure. Also, as the directors continue to hold their respective positions/ designations in the Company, they are required to extend all assistance and cooperation to the RP, as required for managing the affairs of the Company including holding necessary meetings, filing DIR-3 KYC Form, and other compliance.</p> <p>Further, as per Regulation 15(2A) of the SEBI (LODR) Regulations, 2015 the provisions specified in Regulations 17 and 23 of the Listing Regulations shall not be applicable during the Corporate Insolvency Resolution Process (CIRP) of the Company and the roles and responsibilities of the Board of Directors and the Committees, specified in the respective regulations of the Listing Regulations, shall be fulfilled by the RP.</p> <p>The Board of Directors are required to hold at least four meetings every year to review and discuss the performance of the Company, its future plans, strategies and other pertinent issues relating to the Company. The members of the Board of Directors have not filed their DIR-3 KYC Form, resulting in deactivation of their Director Identification Number (DIN), resulting in their disqualification since 01.10.2023. Further, an application under Section 19(2) of IBC, 2016 is under adjudication before Honble NCLT for seeking necessary cooperation from the Directors (ex-management) including submission of material documents and records for smooth functioning of the process. But, due to delay in the compliances for previous years owing to non-cooperation by the management the subsequent compliances have also gotten delayed.</p> <p>Here it is also important to highlight that, there are no business operations in the Company, resulting in no revenue generation and lack of funds. However, all possible efforts are being made with the assistance of the members of CoC and persisting non-cooperation by the directors, to hold the meetings of the Board of Directors as required under LODR Regulations.</p> <p>During the year under review, due to the ongoing CIRP, the meetings of the Directors were chaired by the Resolution Professional. Even though, the RP is exempted from holding minimum number of the meetings as per Regulation 15(2A), the RP has been thriving hard to make necessary compliances as required under LODR Regulations due to non-availability of complete records.</p> <p>Accordingly, the meeting of the Board of Directors Chaired by the RP (the Board of Directors stand suspended during CIRP while duties and accountability of the Directors still persists), for the quarter ended June 2022 was held on 19.09.2023, and for the quarter ended September 2022, and December 2022 was held on 30.10.2023 for approval and declaration of the unaudited financial results for the said quarters. While the meeting of the Board of Directors Chaired by the RP for the quarter ended March 2023 was scheduled to be held on 13.03.2024 but due to an unexpected tragic event in the family of the Company Secretary of the Company the said meetings have got adjourned. Further, no meeting could be held during the reporting period i.e. Quarter ended March 2024.</p> <p>Due to persisting non-cooperation by the ex-management and resulting delay in holding meetings for the previous years have caused delay in holding meetings for the present year as well. However, the RP has been thriving hard to make necessary compliances as required under LODR Regulations.</p>
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**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							Textual Information (1)				
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)	
1	Audit Committee	30-10-2023				No	3	0	0	0	

### Text Block

Textual Information(1)	<p>Meeting of Committees</p> <p>Pursuant to Regulation 15(2B) read with Regulation 17 of LODR Regulation, the Company is exempt from the provisions of Regulation 18, 19, 20, and 21 relating to formation of various Committees including Audit Committee, Nomination and Remuneration committee, and other committee meetings are not applicable to the Company during the CIRP. The Company has an Audit Committee and the composition and terms of reference of Audit Committee are in compliance with the provisions of Section 177 of the Companies Act, 2013, Listing Regulations and other applicable laws.</p> <p>Further, Section 17 of IBC, 2016 provides that, the powers of the board of directors of the Company shall stand suspended and be vested in and exercised by the RP. However, while the powers of the board of directors stand suspended, the directors are accountable for the actions done during their tenure. Also, as the directors continue to hold their respective positions/ designations in the Company, they are required to extend all assistance and cooperation to the RP, as required for managing the affairs of the Company including holding necessary meetings, filing DIR-3 KYC Form, and other compliance.</p> <p>Further, as per Regulation 15(2B) of the SEBI (LODR) Regulations, 2015 the provisions specified in Regulations 18, 19, 20, and 21 of the Listing Regulations shall not be applicable during the Corporate Insolvency Resolution Process (CIRP) of the Company and the roles and responsibilities of the Board of Directors and the Committees, specified in the respective regulations of the Listing Regulations, shall be fulfilled by the RP.</p> <p>Meetings of the Audit Committee are called in compliance with the provisions of applicable laws governing the Company, where matters are discussed and the recommendations of the members of the Audit Committee are taken note of by the Directors and the RP for the purpose of managing the operations of the Company as a going concern, ensuring company remains in compliance and for good corporate governance, subject to the provisions of the Code.</p> <p>According to Regulation 18(2) the audit committee shall meet at least four times in a year and not more than one hundred and twenty days shall elapse between two meetings. Further, the Company is required to declare the Financial Results, Quarterly, Half Yearly and Yearly. Accordingly, the financial results were reviewed by the Audit Committee and declared by the Board of Directors of the Company in compliance with LODR Regulation and Companies Act, 2013.</p> <p>The RP chaired the Audit Committee Meeting for the quarter ended June 2022 which was held on 19.09.2023, and for the quarter ended September 2022, and December 2022 which was held on 30.10.2023 for Review of the Unaudited Standalone Financial Results for the said quarters. While the Audit Committee Meeting for the quarter ended March 2023 was scheduled to be held on 13.03.2024 but due to an unexpected tragic event in the family of the Company Secretary of the Company the said meetings have got adjourned.</p> <p>Due to persisting non-cooperation by the ex-management and resulting delay in holding meetings for the previous years have caused delay in holding meetings for the present year as well. However, the RP has been thriving hard to make necessary compliances as required under LODR Regulations.</p> <p>Further, no Audit Committee Meeting, Nomination and Remuneration Committee Meeting, Stakeholders Relationship Committee Meeting, Risk Management Committee Meeting and Corporate Social Responsibility Committee Meeting could be held during the reporting period i.e. Quarter ended March 2024.</p>
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**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	No	NA
2	Whether shareholder approval obtained for material RPT	No	NA
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	<p>Related Party Transactions</p> <p>Pursuant to Regulation 15(2A) of LODR Regulation, the Company is exempt from the provisions of Regulation 17 and 23 requiring the Board of Directors to review policy related to Related Party Transactions at least once every three years. These provisions are not applicable due to the fact that the Company is under Corporate Insolvency Resolution Process by virtue of the Order of Honble NCLT, Chandigarh Bench dated 02.02.2022.</p> <p>As the powers of the Board of Directors remains suspended while the Directors are not relieved from their duties and accountability, the affairs of the Company are being managed by the RP namely Mr. Darshan Singh Anand appointed by Honble NCLT.</p> <p>Therefore, no related party transaction has been undergone during the period under review i.e. Quarter ended March 2024.</p>

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information (1)

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	GUNJAN KUMAR KARN
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)	<p>Affirmations</p> <p>Honble National Company Law Tribunal (NCLT), Chandigarh Bench admitted M/s Vikas WSP Limited under Corporate Insolvency Resolution Process (CIRP) via order dated 02.02.2022 in Company Petition CP (IB) No. 315/Chd/Hry/2019 filed by Bank of India as Financial Creditor under Section 7 of the Insolvency and Bankruptcy Code (IBC), 2016.</p> <p>Pursuant to Regulation 15(2A) and 15(2B) in LODR, the Company is fully exempt from the provisions of Regulation 17, 18, 19, 20, 21, and 23 from holding requisite number of meetings in a year, composition of the Board of Directors, continuation of directorship of a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee.</p> <p>In view of the above facts:</p> <p>a) Affirmations as required under Para 1, 2, 3, 4, 6, 7 &amp; 8 shall be read/construed as Not Applicable.</p> <p>b) Whereas, to the extent possible, all attempts have been made to comply with the guidelines as laid under LODR Regulation including Composition of the Committees.</p> <p>c) Due to persisting non-cooperation by the ex-management and resulting delay in holding meetings for the previous years have caused delay in holding meetings for the present year as well. However, the RP has been thriving hard to make necessary compliances as required under LODR Regulations.</p> <p>d) Further, no Meeting of the Board of Directors, Audit Committee Meeting, Nomination and Remuneration Committee Meeting, Stakeholders Relationship Committee Meeting, Risk Management Committee Meeting and Corporate Social Responsibility Committee Meeting could be held during the reporting period i.e. Quarter ended March 2024.</p>
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**Annexure II**

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

**I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.vikaswsp ltd.in
2	Terms and conditions of appointment of independent directors	Yes		www.vikaswsp ltd.in
3	Composition of various committees of board of directors	Yes		www.vikaswsp ltd.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.vikaswsp ltd.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.vikaswsp ltd.in
6	Criteria of making payments to non-executive directors	Yes		www.vikaswsp ltd.in
7	Policy on dealing with related party transactions	Yes		www.vikaswsp ltd.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.vikaswsp ltd.in
10	Email address for grievance redressal and other relevant details	Yes		www.vikaswsp ltd.in
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.vikaswsp ltd.in
12	Financial results	Yes		www.vikaswsp ltd.in
13	Shareholding pattern	Yes		www.vikaswsp ltd.in
14	Details of agreements entered into with the media companies and/or their associates	NA		



**Annexure II**

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

**I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>
17	Advertisements as per regulation 47 (1)	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>
21	Materiality Policy as per Regulation 30 (4)	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>
23	Disclosures under regulation 30(8)	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="http://www.vikaswspltd.in">www.vikaswspltd.in</a>

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	Yes	
37	Maximum Tenure	25(2)	NA	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	Gunjan Kumar Karn
2	Designation	Company Secretary and Compliance Officer

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	



<b>Annexure II</b>		
1	Name of signatory	Gunjan Kumar Karn
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	Corporate Guarantee to Vegan Colloids Limited (Company under liquidation) for credit limit extended by PNB and BOI 20 CRORE.	200000000	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by	0	0	0

them			
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Darshan Singh Anand		
Designation	CEO		
Place	New Delhi		
Date	23-04-2024		

<b>Details of Cyber security incidence</b>		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

<b>Signatory Details</b>	
Name of signatory	GUNJAN KUMAR KARN
Designation of person	Company Secretary and Compliance Officer
Place	SRI GANGANAGAR
Date	23-04-2024

