



Ragini Chokshi & Co.

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Company Secretaries

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**SECRETARIAL COMPLIANCE REPORT OF FOODS & INNS LIMITED FOR THE
YEAR ENDED MARCH 31, 2022**

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations
and Disclosure Requirements) Regulations, 2015]

We have examined:

- (a) all the documents and records made available to us and explanation provided by
FOODS & INNS 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 March 31, 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; **(Not Applicable to the Company during the Audit Period)**
- 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. Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018 (To the extent applicable);

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/gu | Deviations | Observations/ Remarks of the |
|--------|--|------------|------------------------------|
|--------|--|------------|------------------------------|

| | | | |
|--|--|--|-------------------------------------|
| | idelines including specific clause) | | Practicing Company Secretary |
| There are no such matters during the year under review | | | |

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/our 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:

| Sr.No | Action taken by | Details of violation | Details of actions taken E.g. fines, warning letter, debarment, etc | Observations/ remarks of the Practicing Company Secretary |
|--|------------------------|-----------------------------|--|--|
| There are no such matters during the year under review | | | | |

D. 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... (The years 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 |
|--------------|---|---|---|---|
| 1 | 1. The disclosure to the | 2021 | None required | Company has complied |

| | | | | |
|--|---|--|-------------------------|-----------------------------------|
| | <p>Stock Exchange for the Board Meeting held on 11.6.2020 was delayed by 9 hours and 5 minutes.</p> <p>2. The disclosure to the Stock Exchange for the Board Meeting held on 20.8.2020 was delayed by 51 minutes.</p> | | <p>hence none taken</p> | <p>the same during FY 2021-22</p> |
|--|---|--|-------------------------|-----------------------------------|

Place: Mumbai
Date: 18.05.2022

For Ragini Chokshi & Co.

Reena Bordia

Digitally signed
by Reena Bordia
Date: 2022.05.18
15:19:18 +05'30'

Rina Bordia
(Partner)

FCS No: 64465

C.P. No: 24214

UDIN: A064465D000341324