

**Secretarial Compliance Report of UMIYA TUBES LIMITED
(CIN: L28112GJ2013PLC074916) for the year ended on 31st March, 2022**

We, **MANOJ HURKAT & ASSOCIATES**, Practicing Company Secretaries have examined:

- all the documents and records made available to us and explanation provided by the officers and staff of **UMIYA TUBES LIMITED** (“the listed entity”),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on **31st March, 2022** (“Review Period”) in respect of compliance with provisions of:

- the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 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 (to the extent applicable), includes:

- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (upto 12th August, 2021); The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (w.e.f. 13th August, 2021);
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (upto 15th August, 2021);
- The Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 (upto 15th August, 2021); The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (w.e.f. 16th August, 2021);
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

- 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	Regulation 31(1)(b) of the SEBI-LODR for submission of shareholding pattern on quarterly basis for the quarter ended on 31 st March, 2022 within 21 days from the end of the quarter	The submission of shareholding pattern for the quarter ended on 31 st March, 2022 was made by the Company on the listing center BSE Limited in XBRL mode on 22 nd April, 2022 instead of on or before 21 st April, 2022	There was delay of 1 day in submission of shareholding pattern for the quarter ended on 31 st March, 2022 to BSE Limited.
2	Regulation 14 of the SEBI-LODR read with BSE notice/circular for payment/non-payment of listing fees	The Company has not made timely payment of advance listing fees to BSE Limited for the year 2021-22	The Company has belatedly paid advance listing fees to the BSE Limited for the FY 2021-22

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from 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 action taken e.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary, if any.
1.	BSE Limited has frozen for debit the respective demat accounts of the Promoter & Promoter Group due to Non Payment of Advance Listing Fees for the financial year 2021-22	Late Payment of Advance Listing Fees to BSE Limited for the financial year 2021-22	BSE Limited has requested NSDL and CDSL to freeze the respective demat accounts of the Promoter shareholding	The Company has belatedly made payment of advance listing fees for FY 2021-22 to BSE Limited.

- (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 reports for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The Company was not having a Woman Director on the Board of Directors as required under Regulation 17 (1)(a) of the SEBI (LODR) Regulations, 2015 upon resignation of Mrs. Beena P. Vaghela w.e.f. from 9 th October, 2019	We were informed that the appointment of Mrs. Shobhanaben B. Dave as an Independent Woman Director w.e.f. 29 th June, 2020 was delayed due to COVID-19 situations and nationwide lockdown at that time.	The Company has appointed Mrs. Shobhanaben B. Dave as an Independent Woman Director w.e.f. 29 th June, 2020	The Company is compliant of Regulation 17(1) of the SEBI (LODR) Regulations, 2015 w.e.f. 29 th June, 2020 with respect to having a Woman Director on the Board of Directors of the Company

- (e) In terms of SEBI Circular No.: CIR/CFD/CMD1/114/2019 dated 18th October, 2019, the Company has suitably incorporated the terms of appointment of the Statutory Auditors as specified in Para 6(A) and Para 6 (B) of the said Circular.

Place: Ahmedabad
Date: 28th May, 2022



For, MANOJ HURKAT & ASSOCIATES
Practicing Company Secretaries
FRN: P2011GJ025800
PR Certificate No.: 600/2019


MANOJ R HURKAT
Partner
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