



Maxheights Infrastructure Limited

Regd. Office : SD-65, Tower Apartment, Pitam Pura, New Delhi-110034 Ph. : 011 - 27314646, 27312522

Date: 27th May, 2024

To, The General Manager, Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street , Fort Mumbai- 400001

To, The Secretary The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata - 700001

SUBJECT: ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2024

REF: MAXHEIGHTS INFRASTRUCTURE LIMITED (SCRIP CODE: 534338)

Dear Sir/Ma'am,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No: CIR/CFD/CMD1/27/2019 dated 8th February, 2019; please find enclosed the Annual Secretarial Compliance Report issued by Ms. Anuradha Malik (M.No: 60626 and CoP: 27205) Practicing Company Secretary for the financial year ended on 31st March, 2024

Kindly take the above information in your records.

Thanking You Yours Sincerely For Max Heights Infrastructure Limited

Sonali Mathur Company Secretary and Compliance Officer M. No: A62205

Place: Delhi



Anuradha Malik Practicing Company Secretary

(Peer Reviewed) Address: H.No. 61, VPO Jauli, Sonipat, Haryana-131301 M. No: +91 9034571110, Email: csanuradhamalik@gmail.com

MALIK

<u>Annual Secretarial Compliance Report</u> (Issued pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019)

For Max Heights Infrastructure Limited for the year ended 31st March, 2024

- I, Anuradha Malik have examined:
- (a) all the documents and records made available to us and explanationprovided by Max Heights Infrastructure 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, 2024 ("Review Period") in respect of compliance with the provisions of:
 - (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (ii) 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 issuedthereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and DisclosureRequirements) Regulations, 2015; Applicable
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable
- (c) Securities and Exchange Board of India (Substantial Acquisition of Sharesand Takeovers) Regulations, 2011; Applicable
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not Applicable
- (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014; Not Applicable
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; Not Applicable
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading)Regulations, 2015; Applicable
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulation(s), 1996 and 2018 and circulars/ guidelines issued thereunder; Applicable
 ANURADHA



(<u>Note</u>: The aforesaid list of Regulations is only illustrative. The list of all SEBI Regulations, as may be relevant and applicable to the listed entity for the review period, shall be added.)

Based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines (which ever applicable to the Company) issued hereunder, except in respect of matters specified below:-

S.No	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Rema rks of the Practicing Company Secretary	Management Response	Remarks
1	Every 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.	As per Regulation 24A(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Late submission of Secretarial Compliance Report by one day as on 31 st May, 2023	BSE	SOP Penalty	Late submission of Secretarial Compliance Report by one day as on 31 st May, 2023	2,000	Late submission of Secretarial Compliance Report by one day as on 31 st May, 2023 which was required to filed by 30 th May, 2023	Due to non availability of the PCS, the report under Reg 24A(2) of LODR was not made available by 30 th May 2023. Thereby this resulted in delay of 1 day. The said delay was beyond the control of the Company/ its management. Further the Company received notice for SoP fine and the Company paid the same to BSE.	-
2	A listed entity shall appoint a qualified company secretary as the compliance officer.	As per Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Late appointment of Company Secretary and Compliance Officer for December, 2019	Penalty levied by BSE of Rs. 17,000	SOP Penalty	Late appointment of Company Secretary and Compliance Officer for December, 2019	17,000	Late appointment of Company Secretary and Compliance Officer for December, 2019	Once the earlier Company Secretary resigned, the Company was in search of a suitable candidate for the post of Company Secretary & Compliance Officer. The most suited candidate was selected on 1 st December 2019 and was available for joining only from 31 st December 2019. The said delay was beyond the control of the Company/ its management Further the Company	-

Page 2

										received notice for SoP fine and the Company paid the same to BSE.	
--	--	--	--	--	--	--	--	--	--	---	--

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

S.No	Complia nce Require ment (Regulati ons/circu lars/guid elines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Re marks of the Practicing Company Secretary/Observ ations made in the secretarial compliance report for the year ended.(the years are to be mentioned)	Comments of the practicing company secretary on the actions taken by the listed entity.	Remedial actions, if any, taken by the listed entity	Management Response	Remarks
1	In pursuance of SEBI (LODR) Regulatio n, 2015	Regulation 36 the listed entity shall send the Annual report to the Shareholders	The Notice being sent to Shareholders for an Annual General Meeting where the Statutory auditor(s) are proposed to be appointed/re- appointed shall include the as part the explanatory statement to the notice the basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed	PCS	Adviso ry	The company has not disclosed the details in Annual Report filed for FY 2021-22 as required under Regulation 36 in respect of re- appointment of Statutory Auditor	NA	The company has not disclosed the details in Annual Report filed for FY 2021-22 as required under Regulation 36 in respect of re- appointment of statutory auditors Observation was reported in the financial year 2022-23.	The company has rectified the same in the Annual Report for the financial year 2022-23	The company has rectified the same in the Annual Report for the financial year 2022-23	NA	-

S.no.	Particulars	Compliance Status (Yes/No)	Observations/remarks by PCS
1	Secretarial Standards:		
	The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	Not Any
2	Adoption and timely updation of the Policies:		
	• All applicable policies under SEBI Regulations are adopted with the approval of		

Max Heights Infrastructure Limited/Annual Secretarial Compliance Report/FY-2023-24

Digitally signed by ANURACHA MALK Div. cit.e. 2014 and 20

	board of directors of the listed entities	Yes	Not Any
	• All the policies are in conformity with SEBI Regulations and has been reviewed		, , , , , , , , , , , , , , , , , , ,
	& timely updated as per the regulations/circulars/guidelines issued by SEBI		
3	Maintenance and disclosures on Website:		
	• The Listed entity is maintaining a functional website	Yes	Not Any
	• Timely dissemination of the documents/ information under a separate section on the website	Yes	Not Any
	• Web-links provided in annual corporate governance reports under Regulation $27(2)$ are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	Not Any
4	Disqualification of Director:		
	None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	Not Any
5	To examine details related to Subsidiaries of listed entities:		
		(a) Yes	
	(a) Identification of material subsidiary companies	$(1-)$ \mathbf{X}_{-}	Not Any
6	(b) Requirements with respect to disclosure of material as well as other subsidiaries Preservation of Documents:	(b) Yes	
0	The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	Not Any
7	Performance Evaluation		
	The Listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	Not Any
8	Related Party Transactions:		
	 (a) The Listed entity has obtained prior approval of Audit Committee for all Related Party Transactions (b) In case no prior approval obtained , the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee 	Yes	Not Any
9	Disclosure of events or information:		
	The Listed entity has provided all the required disclosure(s) under Regulation 30		

Page 4

	with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Not Any
10	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	Not Any
11	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity / its promoters / Directors/subsidiaries either by SEBI or Stock Exchanges (including under the Standard operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder.	Yes	As stated above the Company had received the payment for SOP fines, for the non compliance of Reg 24A(2) and Reg 6 of LODR, which were beyond the control of the Company and its management . The SOP fines were duly paid by the Company
12	Additional Non-compliances, if any:		
	No any additional Non-compliance observed for all SEBI Regulations/Circular/ guidance note, etc.	None	

Anuradha Malik **Practicing Company Secretary**

ANURADHA Digitaly signed by ANURADHA MALK Dir C in Go - Personal Din

Mem. No.: 60626 **COP: 27205**

Dated: 27th May, 2024 **Place: Sonipat**

UDIN: A060626F000453656