

May 30, 2024

BSE Limited
Listing Compliance
P. J. Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

Scrip Code: 500014

Pursuant to Regulation 24A(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Secretarial Compliance Report dated May 28, 2024 issued by M/s. Pramod S. Shah & Associates, Practicing Company Secretaries for the financial year ended March 31, 2024.

Please take this on your record and oblige.

Thanking you.

Yours truly,
For Utique Enterprises Limited



Company Secretary

Encl.: a/a

Pramod S. Shah & Associates

Practising Company Secretaries

3rd Floor, LA-SHEWA Bldg., Next to Fedex, 233, P. D' Mello Road, Opp. St. George Hospital, Near CST, Mumbai - 400 001.
Tel. : 91-22-2271 7700 • Email : saurabhshah@psaprofessionals.com • Website : cpsa.co.in

SECRETARIAL COMPLIANCE REPORT OF UTIQUE ENTERPRISE LIMITED FOR THE YEAR ENDED MARCH 31, 2024

We have examined:

- (a) all the documents and records made available to us and explanation provided by Utique Enterprise 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, 2024 ("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 Period)**;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the Period)**;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the 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 Period)**;

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

(i) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;

(j) Securities and Exchange Board of India (Depository Participant) Regulations, 2018;

(k) Any other regulations and circulars / guidelines issued thereunder; as may be applicable to the Company.

(l) We hereby report that, during the Review Period the compliance status of the listed entity is appended below;

Sr.no.	<u>PARTICULARS</u>	<u>COMPLIANCE STATUS (YES/NO/NA)</u>	<u>OBSERVATIONS/REMARKS BY PRACTICING COMPANY SECRETARY</u>
1	<u>Secretarial Standards:</u> 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	None
2	<u>Adoption and timely updation of the Policies:</u>	Yes	None

	<p>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</p> <p>All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI</p>		
<p>3</p>	<p><u>Maintenance and disclosures on Website:</u></p> <p>The Listed entity is maintaining a functional website.</p> <p>Timely dissemination of the documents/ information under a separate section on the website.</p> <p>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</p>	<p>Yes</p>	<p>None</p>

4	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None
5	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	There is no material Subsidiary Company.
6.	<u>Preservation of Documents:</u> 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	None
7.	<u>Performance</u>	Yes	None

	<p><u>Evaluation:</u></p> <p>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</p>		
8.	<p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>(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</p>	Yes	None
9.	<p><u>Disclosure of events or information:</u></p>	Yes	None

	The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.		
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	None
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder</p>	NA	None

<p>12.</p>	<p><u>Resignation of statutory auditors from the listed NA No case of entity or its material subsidiaries:</u></p> <p>In case of resignation of statutory auditor from the auditor from the listed entity or any of its material subsidiaries listed entity or its during the financial year, the listed entity and / or material subsidiary its material subsidiary(ies) has / have complied during the with paragraph 6.1 and 6.2 of section V-D chapter V of the Master Circular on compliance with the provisions of the SEBI LODR Regulations, 2015 by the listed entity.</p>	<p>NA</p>	<p>None</p>
<p>13.</p>	<p><u>Additional Non-compliances, if any:</u></p> <p>No additional non-compliance observed for all SEBI regulation/ circular/guidance note etc</p>	<p>NA</p>	<p>No additional non-compliance observed for all SEBI regulation/ circular/guidance note etc</p>

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 the matters specified below:

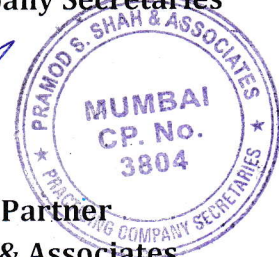
SR N O	<u>COMPLIANCE REQUIREMENTS (REGULATIONS/ CIRCULARS/ GUIDELINES INCLUDING SPECIFIC CLAUSE)</u>	<u>REGULA TION/CI RCULAR</u>	<u>DEVI ATIO NS</u>	<u>ACTION TAKEN BY</u>	<u>TYPE OF ACTION (ADVISORY/CL ARIFICATION/F INE/SHOW CAUSE NOTICE/ WARNING, ETC.)</u>	<u>DETAILS OF VIOLATIO N</u>	<u>FINE ANNO UNCED</u>	<u>OBSERVATIO NS/REMARK S OF THE PRACTICING COMPANY SECRETARY</u>	<u>MANAGEM ENT RESPONS E</u>	<u>REMAR KS</u>
Not Applicable										

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

SR N O	<u>COMPLIANCE REQUIREMENTS (REGULATIONS/ CIRCULARS/ GUIDELINES INCLUDING SPECIFIC CLAUSE)</u>	<u>REGULA TION/CI RCULAR</u>	<u>DEVI ATIO NS</u>	<u>ACTION TAKEN BY</u>	<u>TYPE OF ACTION (ADVISORY/CL ARIFICATION/F INE/SHOW CAUSE NOTICE/ WARNING, ETC.)</u>	<u>DETAILS OF VIOLATIO N</u>	<u>FINE ANNO UNCED</u>	<u>OBSERVATIO NS/REMARK S OF THE PRACTICING COMPANY SECRETARY</u>	<u>MANAGEM ENT RESPONS E</u>	<u>REMAR KS</u>
Not Applicable										

Place: Mumbai
Date: 28.05.2024

Pramod S. Shah & Associates
Practising Company Secretaries

Pramod S. Shah-Partner
Pramod S. Shah & Associates
FCS No.: 334
C P No.: 3804
UDIN: F000334F000484290