

30th June, 2021

To,

The Corporate Relations Department,

Bombay Stock Exchange,

P.J.Towers, Dalal Street,

Mumbai-400001.

Subject: Annual Secretarial Compliance Report for the year ended March 31, 2021.

Scrip Code: 533056

In Compliance with Regulation 24A of the Securities Exchange Board of India(Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No CIR/CFD/CMD1/27/2019 dated February 8,2019, Please find the enclosed herewith the Annual Secretarial Compliance Report for the Financial Year ended 31st March 2021.

We request you to take this document on record.

Thanking You,

Your's Faithfully,

For Vedavaag Systems Limited,

HIMA BINDU DULIPALA Lates 2021.06.30 Himabindu.D

Company Secretary.

CIN: L72200TG1998PLC09240

103, West Block, Sirisai Orchid, Madhapur, Hitec City, Hyderabad – 500081. Telangana State, India Tel: 040-40188140, Fax: 040-40188141. www.vedavaag.com **Company Secretaries**

PS VCSR & ASSOCIATES

8-3-945, 3rd Floor, F. No. 305 A & B Pancom Business Centre, Ameerpet Hyderabad - 500 073, Telangana, India. Tel : +91 (040) - 23743021, 40078155 E-mail : chveeru@gmail.com

Secretarial Compliance Report

of

M/s. VEDAVAAG SYSTEMS LIMITED

For the Financial Year ended 31.03.2021

We, M/s. VCSR & Associates, Company Secretaries have examined:

- a) All the documents and records made available to us and explanation provided by M/s. VEDAVAAG SYSTEMS LIMITED, having its Registered Office at 1-90-8/13, B Block, 103, Siri Sai Orchid, Hi Tec City, Madhapur, Hyderabad, Telangana-500081, hereinafter referred to as "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 31.03.2021 ("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; No such cases
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 No such cases



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- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; No such cases
- g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; No such cases
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) SEBI (Delisting of Equity Shares) (Amendment) Regulations, 2016- No such cases

and circulars/ guidelines issued thereunder;

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:-

S. No	Compliance Requirement	Deviations	Observations/ Remarks of
	(Regulations/ circulars /		the Practicing Company
	guidelines including specific		Secretary
	clause)		
1	The BSE Limited vide their	Notice of non-	The Company through its
	email imposed penalty on the	compliance was	email dated 21st August 2020
	Company for RS 5,36,900/-	served, requiring the	requested for waiver due to
	inclusive of GST for period of	company to pay a	COVID_19 Pandemic
	April 1 st 2020 to June 30 th 2020	fine of Rs. 5,36,900/-	conditions. BSE vide its email
1	for not appointing 6 th Director as	(including GST) for	
	the Company Stands on Top	not appointing 6 th	Granted waiver and reduced
	2000 list pursuant to regulation	Director as the	the amount to 2,65,000 which
	17(1)(C) of SEBI LODR 2015	Company Stands on	was paid on 30th November
		Top 2000 list	2020. The complete waiver for
		pursuant to	the same was granted by BSE
	1 A	regulation $17(1)(C)$	Limited Vide letter dated 23rd
	*	of SEBI LODR	June 2021, hence the paid
·		2015.	amount will be adjusted
			towards ALF (Annual Listing
			Fees) / other pending
	8-1		charges / fees payable to the
1 m			Exchange.
2	Regulation 33 of	Notice of non-	The prescribed fee was paid to
	SEBI (LODR) Regulations, 2015	compliance was	BSE on 25 th March 2021.
	for the Quarter Ended	served, requiring the	
	31.12.2020.	company to pay a	8
		fine of Rs. 5,900/-	
		(including GST)	

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3	Offer to be given pursuant to	Overall holding	Violation of Regulations 3(1)
	Regulations 3(1) & 3(2) of	exceeded the	& 3(2) of Securities and
	Securities and Exchange Board	prescribed limit in	Exchange Board of India
	of India (Substantial Acquisition	the Financial Year	(Substantial Acquisition of
	of Shares and Takeovers)	2018-19.	Shares and Takeovers)
	Regulations, 2011		Regulations, 2011

- 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 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:

S.	Action taken by	Details of	Details of action taken	Observations/ remarks of
No.		violation	E.g. fines, warning	the Practicing Company
			letter, debarment, etc.	Secretary, if any.
1	BSE Limited	The BSE	Notice of non-	The Company through its
		Limited vide	compliance was served,	email dated 21st August
		their email	requiring the company	2020 requested for waiver
1		imposed	to pay a fine of Rs.	due to COVID_19
		penalty on the	5,36,900/- (including	Pandemic conditions.
		Company for		BSE vide its email dated
1		RS5,36,900/-	6 th Director as the	17th November 2020
	i e i i e al an	inclusive of		Granted waiver and
1 .		GST for period	2000 list pursuant to	reduced the amount to
		of April 1 st	regulation 17(1)(C) of	2,65,000. The same was
		2020 to June	SEBI LODR 2015.	paid by the Company on
		30 th 2020 for		30th November 2020. The
		not appointing		complete waiver for the
1.	×	6 th Director as	· · ·	same was granted by BSE
		the Company	* ·	Limited Vide letter dated
1		Stands on Top		23rd June 2021, hence the
		2000 list		paid amount will be
		pursuant to		adjusted towards ALF
		regulation		(Annual Listing Fees) /
		17(1)(C) of		other pending
		SEBI LODR	a	charges / fees payable to
		2015		the Exchange
2	BSE Limited	Regulation 33	Notice of non-	The prescribed fee was
1		of	compliance was served,	paid to BSE on 25 th
		SEBI (LODR)	requiring the company	March 2021.

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		Regulations, 2015 for the Quarter Ended 31.12.2020.	to pay a fine of Rs. 5,900/- (including GST)	
3	Offer to be given pursuant to Regulations 3(1) & 3(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.	exceeded the prescribed limit		Violation of Regulations 3(1) & 3(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

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

S. No.		Observations made in the secretarial compliance report for	by the listed	Comments of the Practicing Company Secretary on the
	Secretary in the	the year ended		actions taken by the
	previous report	31.03.2020		listed entity
1	Regulation 29(2)	Delay in compliance of	Notice of non-	The prescribed fee was
	& 29(3) of SEBI	Regulation 29(2) &	compliance	paid to BSE on
	(LODR)	29(3) of SEBI (LODR)	was served,	24.06.2019.
	Regulations, 2015	Regulations, 2015 with	requiring the	
		regard to furnishing	company to	
		prior intimation of	pay a fine of	
		meeting of Board of	Rs. 10,000/	
		Directors		

For VCSR & Associates **Company Secretaries** ASSOC HYDERABAD (Ch. Veeranjaneyulu) Partner SECR M No. F6121, C P No.: 6392

Place: Hyderabad Date: 29.06.2021

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