YOGI INFRA PROJECTS LIMITED

CIN - L32201WB1993PLC203868
(Formerly YOGI SUNG-WON (INDIA) LIMITED)
Registered Office: 18, Rabindra Sarani Road, Room No. 308, 3rd Floor, Gate No. 1, Kolkata - 700001
email id: complianceofficeryogi@gmail.com

May 21, 2019

To,
Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

Scrip Code: **522209.**

Reference: **SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019**.

Subject: **Submission of Annual Secretarial Compliance report for the year ended March 31, 2019.**

Respected Sir/Madam,

Kindly find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2019, issued by KNK & Co LLP, Company Secretaries in Practice.

Kindly take the above on record.

Thanking You,

Yours faithfully

For **Yogi Infra Projects Limited**

Raji Panicker
Designation : Company Secretary & Compliance Officer
Mem No : A24467
Mumbai

Encl.: As stated above.

KNK & Co. LLP
COMPANY SECRETARIES

Secretarial Compliance report of Yogi Infra Projects Limited for the year ended March 31, 2019

To
Yogi Infra Projects Limited
18, Rabindra Sarani Road,
Room No. 308, 3rd Floor,
Gate No. 1, Kolkata – 700001

We, KNK & Co LLP, firm of Company Secretaries in Practice, having firm registration number L2017MH002800 (hereinafter referred to as 'FRN'), have examined:

(a) all the documents and records available to us and explanation provided by Yogi Infra Projects Limited (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 March 31, 2019 (hereinafter referred to as 'the 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;
(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;
(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

SANTOSH K. KINI CP No. 6045 MUMBAI COMPANY SECRETARY

KNK & Co. LLP
COMPANY SECRETARIES

(i) Securities and Exchange Board of India (Depositories and Participants), Regulations, 2018;

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 to the extent applicable.

(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) No actions were 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.

(d) This being the first report since the notification to submit the report, reporting on actions to comply with the observations made in the previous reports is not applicable for the review period.

For **KNK & Co. LLP**
Company Secretaries
FRN: L2017MH002800

SANTOSH K. KINI * CP No. 18045 MUMBAI * COMPANY SECRETARY

Santosh Kini
Partner
ACS No. : A49724 | CP No.: 18045

Place : Mumbai
Date : May 20, 2019