



## **GIAN LIFE CARE LIMITED**

Regd Office:- 7/216 (6) Swaroop Nagar (Infront of L.L.R. Hospital), Kanpur, Uttar Pradesh-208002  
CIN: U85100UP2018PLC110119; Mobile: 8808051576  
Website: [www.gianpathlabs.com](http://www.gianpathlabs.com);  
Email: [gpxreport@gmail.com](mailto:gpxreport@gmail.com)

**June 30, 2021**

To,  
Corporate Relations Department,  
Bombay Stock Exchange Limited,  
2<sup>nd</sup> Floor, PJ Towers,  
Dalal Street,  
Mumbai – 400001.

**Scrip Code:- 542918**

**Sub: Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2021**

Dear Sir/Madam,

Please find attached herewith Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulations, 2015 of GIAN LIFE CARE LIMITED for the year ended 31<sup>st</sup> March, 2021.

Thanking You,

Yours faithfully,

For **GIAN LIFE CARE LIMITED**

A handwritten signature in black ink, appearing to read "Arun Kumar Gupta", is written over a horizontal line.

(Arun Kumar Gupta)  
Managing Director  
DIN:- 01331593

Encl:- As above



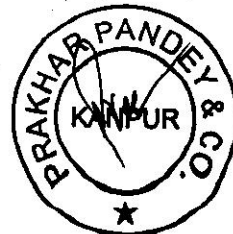
**Annual Secretarial Compliance Report of Gian Life Care Limited**  
**For the Financial Year ended 31<sup>st</sup> March, 2021**

I have examined:

- a) All the documents and records made available to us and explanation provided by Gian Life Care Limited ("the company") having CIN L85100UP2018PLC110119,
- b) The filings/ submissions made by the company to the stock exchanges,
- c) Website of the company,
- d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31<sup>st</sup> March, 2021 in respect of compliance with 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- No comment offered as there was no event covered under these Regulations during the period ending on 31.03.2021;
- d. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - No comment offered as there was no event covered under these Regulations during the period ending on 31.03.2021;
- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - No comment offered as there was no event covered under these Regulations during the period ending on 31.03.2021;
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - No comment offered as there was no event covered under these Regulations during the period ending on 31.03.2021;
- g. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013- No comment offered as there was no event covered under these Regulations during the period ending on 31.03.2021;

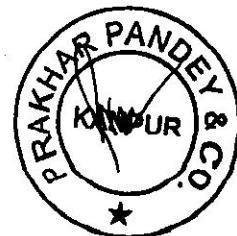


- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- j. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 were not applicable during the period under review;

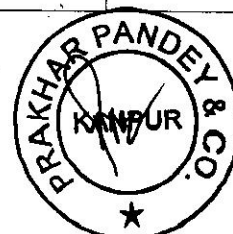
Based on my above examination and verification of the documents and records produced to me, and according to the information and explanations given to me by the Company, I hereby report that, during the period under review:

- a. The Company has complied with all the provisions of the above Regulations and Circulars/ guidelines issued thereunder except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ Guidelines including specific clause)	Deviations	Observation/ Remarks of the Practicing Company Secretary
1	Reg. 46 of SEBI (LODR) Regulations, 2015	After listing, various documents as envisaged under Regulation 46 are required to be uploaded on the website of the Company but has not been uploaded.	<ul style="list-style-type: none"> <li>➤ The Company though has maintained a functional website and has a separate section in the form of "Investor Desk" but after listing, various documents as envisaged under Regulation 46 are required to be uploaded on the website of the Company but has not been uploaded.</li> <li>➤ The Company has informed us that policies and information as per Regulation 46 were being finalised but due to the ongoing COVID-19 Pandemic and are in the process of finalisation and shall be uploaded accordingly.</li> </ul>
2	Use of proceeds from the objects stated in the offer document.	There was deviation/ variation in the use of proceeds from the objects stated in the offer document	<ul style="list-style-type: none"> <li>➤ There was deviation/ variation in the use of proceeds from the objects stated in the offer document.</li> <li>➤ The Company has informed us that deviation/ variation in the use of proceeds from the objects stated in the offer</li> </ul>

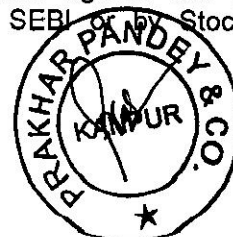


			document was primarily due to the ongoing COVID-19 Pandemic and to save the Company for any possible financial crisis.
3	Reg. 33 read with Reg. 29 of SEBI (LODR) Regulations, 2015	The Company was required to hold Board Meeting within 45 days of the close of half year ended 30 <sup>th</sup> September, 2020 to consider and approve Standalone Unaudited Financial Results of the Company for the half-year ended 30 <sup>th</sup> September, 2020 but was held on 8 <sup>th</sup> January, 2021 and further financial statements for the half year ended 30 <sup>th</sup> September, 2020 were to be filed within 45 days of the close of half year ended 30 <sup>th</sup> September, 2020 but were filed on 8 <sup>th</sup> January, 2021. Also the intimation to hold board meeting on 8 <sup>th</sup> January, 2021 should have been given at least five days in advance (excluding the date of the intimation and date of the meeting), and such intimation shall include the date of such meeting of board of directors but was given on 8 <sup>th</sup> January, 2021 itself.	As confirmed by the management, due to the COVID-19 pandemic and severe unfavorable working conditions at the premises being a diagnostic lab, the necessary compliance could not be done on timely basis.
4	Reg. 34 of SEBI (LODR) Regulations, 2015	The Company was required to submit the annual report to the stock exchange within twenty one working days of it being approved and adopted in the annual general meeting as per the provisions of the Companies Act, 2013 but the Annual General Meeting of the Company for the year ended 31 <sup>st</sup> March, 2020 ( <i>last date to be held on was 31<sup>st</sup> December, 2020</i> ) was held on 16 <sup>th</sup> March, 2021 and accordingly Annual Report for the year ended 31 <sup>st</sup> March, 2020 was filed with the Exchange after 16 <sup>th</sup> March, 2021.	As confirmed by the management, due to the COVID-19 pandemic and severe unfavorable working conditions at the premises being a diagnostic lab, the necessary compliance could not be done on timely basis.



5	Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996	The Company was required to submit Reconciliation of Share Capital Audit Report for the quarter ended 31 <sup>st</sup> December, 2020 within 30 days of end of the quarter but was filed on 3 <sup>rd</sup> February, 2021.	As confirmed by the management, due to the COVID-19 pandemic and severe unfavorable working conditions at the premises being a diagnostic lab, the necessary compliance could not be done on timely basis. However imposed fine has been paid by the Company in this regard.
6	Reg. 13(3) of SEBI (LODR) Regulations, 2015	The Company was required to file with the stock exchange, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter for the quarter ended 31 <sup>st</sup> December, 2020 within 21 days of end of the quarter but was filed on 3 <sup>rd</sup> February, 2021.	As confirmed by the management, due to the COVID-19 pandemic and severe unfavorable working conditions at the premises being a diagnostic lab, the necessary compliance could not be done on timely basis. However imposed fine has been paid by the Company in this regard
7	Reg. 32 of SEBI (LODR) Regulations, 2015	The Company was required to submit to the stock exchange the following statement(s) on a half yearly basis for public issue, rights issue, preferential issue etc. , - (a) indicating deviations, if any, in the use of proceeds from the objects stated in the offer document or explanatory statement to the notice for the general meeting, as applicable; (b) indicating category wise variation (capital expenditure, sales and marketing, working capital etc.) between projected utilisation of funds made by it in its offer document or explanatory statement to the notice for the general meeting, as applicable and the actual utilisation of funds but the said statements have not been filed for the half year ended 30 <sup>th</sup> September, 2020 and 31 <sup>st</sup> March, 2021.	As confirmed by the management, due to the COVID-19 pandemic and severe unfavorable working conditions at the premises being a diagnostic lab, the necessary compliance could not be done on timely basis.

- b. The company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records subject to the observations mentioned in the Report.
- c. There were various instances for actions to be taken against the Company/ 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 the Action taken, Eg., fines, warning letter, debarment, etc.	Observations/ Remarks of the Practicing Company Secretary
1	BSE Limited	Regulation 33 – September, 2020 – Non filing/ Non submission on timely basis.	Fines imposed	As confirmed by the management, fines either paid by the Company or waived by the Exchange.
2	BSE Limited	Regulation 13(3) – December, 2020 - Non filing/ Non submission on timely basis.	Fines imposed	As confirmed by the management, fines either paid by the Company or waived by the Exchange
3	BSE Limited	Regulation 29(2)/(3) – Non intimation for holding Board Meeting for financial results for the half year ended 30 <sup>th</sup> September, 2020.	Fines imposed	As confirmed by the management, fines either paid by the Company or waived by the Exchange

- d. The Company was required to take actions with regard to compliance with the observations made in previous reports as per the below chart:-

Sr. No.	Observations of the Practicing Company Secretary in the previous report	Observations made in the secretarial Compliance report 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	Reg. 46 of SEBI (LODR) Regulations, 2015	31 <sup>st</sup> March, 2020	The Company though has maintained a functional website and has a separate section in the form of "Investor Desk" but after listing, various documents are envisaged under process	The Company has informed us that policies and information as per Regulation 46 were being finalized but due to the ongoing COVID-19 Pandemic and are in the process of



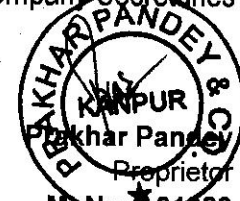
			Regulation 46 are required to be uploaded on the website of the Company but has not been uploaded.	finalization and shall be uploaded accordingly.
2	Use of proceeds from the objects stated in the offer document.	31 <sup>st</sup> March, 2020	There was deviation/ variation in the use of proceeds from the objects stated in the offer document.	The Company has informed us that deviation/ variation in the use of proceeds from the objects stated in the offer document was primarily due to the ongoing COVID-19 Pandemic and to save the Company for any possible financial crisis

- e. The company has complied with para 6(A) and 6(B) of the SEBI Circular no.CIR/CFD/CMD1/114/2019 dated October 18, 2019.
- f. There was deviation/ variation in the use of proceeds from the objects stated in the offer document.

**Disclaimer: "Verification of documents has been conducted virtually due to Covid-19 pandemic. This certificate is issued on the basis of information provided by the company through electronic mode and verified with requirements. "**

Place: Kanpur  
Date: June 30, 2021

For Prakhar Pandey & Co.  
Company Secretaries



M. No. A31982  
CP No. 23619

UDIN:-A031982C000552810