

ZEAL AQUA LIMITED
CIN No: L05004GJ2009PLC056270



Date: 30/05/2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

Scrip ID/ Code : ZEAL/ 539963

Subject : Annual Secretarial Compliance Report for the Financial Year ended March 31, 2022

Reference No. : Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019


Dear Sir/Madam,

As per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; please find enclosed Annual Secretarial Compliance Report of Zeal Aqua Limited ("the Company") for the Financial Year ended March 31, 2022, issued by Mr. Ranjit Binod Kejriwal, Practicing Company Secretary, Secretarial Auditor of the Company.

Request you to please take the same on your records.

Thanking You,
Yours Faithfully,

For Zeal Aqua Limited


Pradipkumar Ratilal Navik
Whole Time Director
DIN: 01067716



Place: Surat

Regd. Office: At Olpad GIDC PI No. 4, 5, Ta Olpad, Surat 394540 Gujarat, India, **Tel.:** +91 -2621-220047
Factory: Block No. 347, Village: Orma, Taluka: Olpad, District: Surat, State: Gujarat, India
Email: zealaqua@gmail.com, **Website:** www.zealaqua.com



RANJIT KEJRIWAL

Company Secretaries & Registered Valuer (SFA)

**Secretarial compliance report of
M/s Zeal Aqua Limited
For the year ended 31.03.2022**

To,
The Board of Directors
ZEAL AQUA LIMITED
(CIN: L05004GJ2009PLC056270)
At Olpad, GIDC Pl No. 4, 5,
Ta Olpad, Surat-394540

Auditor's Responsibility:

Our responsibility is to express an opinion on compliance of these acts, rules, regulations and circulars and maintenance of records based on our audit. We conducted our audit in accordance with the Secretarial Auditing Standards issued by the Institute of Company Secretaries of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about compliance of acts, rules, regulations and circulars and maintenance of records.

We further state that due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some material misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with standards.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

I, Ranjit Binod Kejriwal have examined the records of M/s Zeal Aqua Limited ("the Company") which comprises:

- All the documents and records made available to us and explanation provided by the Company
- The filings/ submissions made by the listed entity to the stock exchanges,
- Website of the listed entity,
- Any other document/filing, as maybe relevant, which has been relied upon to make this certification.

For the financial year ended 31.03.2022 ("Review Period") in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, Guidelines issued thereunder; and
- 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:-

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital And Disclosure Requirements) Regulations, 2018; the regulation is not applicable during the Financial Year 2021-22
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



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- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; the regulation is not applicable during the Financial Year 2021-22
- (e) SEBI (Share Based Employee Benefits) Regulations, 2014; the regulation is not applicable during the Financial Year 2021-22
- (f) SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021; the regulation is not applicable during the Financial Year 2021-22
- (g) SEBI (Prohibition of Insider Trading) Regulations, 2015 and circulars/guidelines issued thereunder;

And based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I 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:-

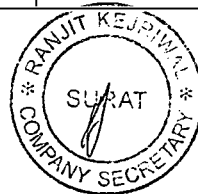
Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1	SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018 regarding fund raising by issuance of Debt Securities by Large Entities.	A typographical error occurred in the amount of the company's outstanding borrowing.	The company has submitted a revised Initial disclosure by correcting the typographical error in the amount of borrowings.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circular/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 promoter/ directors/material subsidiaries either by SEBI or by stock exchange (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 action E.g. fines, warning letter, debarment, etc.	Observations/Remarks of the Practicing Company Secretary, if any.
NIL	NIL	NIL	NIL	NIL

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

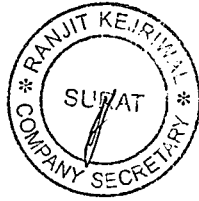
Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	To Eliminate typographical error, revised Outcome of Annual General meeting has been filed within time limit.	31/03/2021	Filed Revised Outcome of Annual General Meeting.	In order to correct the error, the company has filed the revised outcome of AGM within the prescribed time limit.



2.	Revised Disclosure of Related Party Transactions has been filed on 03/09/2020 for the period of 31/03/2020 beyond time limit.	31/03/2021	Filed Revised Related Party Disclosure.	Revised filing was made after the prescribed time limit.
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(e) During the year under review no appointment/ re-appointment/ resignation of statutory auditor of the Company had occurred. The Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Date: 30/05/2022
Place: Surat



Signature:

Ranjit Kejriwal

Name of PCS: Ranjit Binod Kejriwal

FCS No.: 6116

C P No.: 5985

UDIN:

PR: 12004GJ424500

This report is to be read with our letter dated 30th May, 2022 which is annexed and forms an integral part of this report.



RANJIT KEJRIWAL

Company Secretaries & Registered Valuer (SFA)

To,
The Board of Directors
ZEAL AQUA LIMITED
(CIN: L05004GJ2009PLC056270)
At Olpad, GIDC Pl No. 4, 5,
Ta Olpad, Surat-394540

Our report dated 30.05.2022 is to be read along with this letter:

1. Compliance with the provisions of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 and the SEBI regulations and Circulars is the responsibility of the management of the Company. My responsibility is to express an opinion on these compliances based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the compliance of SEBI LODR, SEBI regulations and SEBI Circulars. The verification was done on test basis to ensure that correct facts are reflected in the compliance records. I believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of SEBI LODR and other SEBI regulations on test basis.
6. The Annual Secretarial Compliance Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 30/05/2022
Place: Surat



Signature:

Name of PCS: Ranjit Binod Kejriwal
FCS No.: 6116
C P No.: 5985
UDIN:
PR: 12004GJ424500

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202, Balaji Business Centre, Subhash Road, Vile Parle (E), Mumbai-400 057. | 022-49737235 | csrkbkmumbai@gmail.com

**ADVISORY | AUDIT | TAX | GST | CORPORATE LAWS | IPO | LOAN | RESTRUCTURING | VALUATION |
NCLT | INSOLVENCY | COST ACCOUNTING | BUSINESS MANAGEMENT**