



NICCO PARKS & RESORTS LIMITED

JHEEL MEEL, SECTOR IV, SALT LAKE CITY
KOLKATA - 700 106

PHONE : 6628-5549 / 6628-5509
FAX NO. : (91) 33 2357-2116
E-mail : niccopark@niccoparks.com
Web : www.niccoparks.com
CIN : L92419WB1989PLC046487

Date: June 28, 2021

SECY/P-1A-NPRL/SHP/Reg.24A/ST.EX./q4/20-21

The Manager
Department of Listing Compliance
Bombay Stock Exchange Ltd
1st Floor, New Trading Ring
Rotunda Bldg, P J Towers
Dalal Street, Mumbai- 400 001
[Fax Nos. 022-2272 3121/2037/2041/2061]
(Scrip/Company Code: 526721/Niccopar)

Dear Sir,

Sub: Annual Secretarial Compliance Report for the Financial Year 2020-2021

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company dated June 22, 2021, for the financial year ended March 31, 2021, duly issued by Mr. P.V. Subramanian (Company Secretary in Whole time Practice). The same shall also be hosted on the Company's website at www.niccoparks.com.

This is for your information and records, please.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For **NICCO PARKS & RESORTS LIMITED**

Rahul Mitra
President & Company Secretary

Encl: As above

CC: 1. The Manager
Listing Department
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata 700 001
[Fax Nos. (033) 2210 4500 / 4492]
(Company Code: 10024071)

P. V. SUBRAMANIAN
B.Com., LL.B., ACS.
Company Secretary in Whole-time Practice

81/8, Regent Estate,
Kolkata-700 092, India.
Mobile: 98300 26425
Email: pvsm17@rediffmail.com

**ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
NICCO PARKS & RESORTS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2021.
[Pursuant to Circular No. CIR/CFD/CMD1/27/2019 dated 08/02/2019 issued by
Securities and Exchange Board of India]**

I, P. V. Subramanian, Company Secretary in Whole-time Practice, have examined:

- (a) all the documents and records made available to me and explanation provided by **Nicco Parks & Resorts Limited** (CIN: L92419WB1989PLC046487), having its Registered Office at "Jheel Meel", Sector-IV, Salt Lake City, Kolkata-700106 ("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 31st March, 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").

(Page 1 of 5)



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 **(Not applicable to the company during the review period)**;

(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 review period)**;

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the company during the review period)**;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the company during the review 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 review period)**;

(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 regarding the Companies Act and dealing with client;

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

(k) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the company during the review period)**;

and based on the above examination, 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:-

(Page 2 of 5)



1.	2	3	4
Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	Regulation 31(2) of SEBI (LODR) Regulations, 2015.	6048000 equity shares (i.e. 12.92% of the total holdings) held by West Bengal Tourism Development Corpn. Ltd. ("WBTD"), one of the Promoters, are not in dematerialized form.	The Company has been following up with WBTD to rectify this deviation and the shares have since been dematerialized with NSDL on 19th April, 2021.
2.	Regulation 17(1A) of SEBI (LODR) Regulations, 2015.	Non-compliance with the requirements pertaining to continuation of Non-executive director who has attained the age of seventy-five years.	BSE Ltd. had imposed a fine for 4 days (Rs.9440/-, inclusive of GST of Rs.1440/-) which was duly paid by the Company on 24-02-2021. The Company has, however, cited unprecedented situation posed by the outbreak of COVID-19 pandemic due to which the Company's 31 st AGM had to be postponed to be held on 24-12-2020 (in lieu of the original date fixed for 30-09-2020) that had resulted in the inadvertent violation of Regulation 17(1A) as



			alleged. The Company has therefore prayed to BSE Ltd. to review and decide the case favourably for waiver of the fine imposed and also for its refund.
--	--	--	--

- (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 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:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any
1.	BSE Ltd.	Non-compliance with the requirements pertaining to continuation of Non-executive director who has attained the age of seventy-five years.	BSE Ltd. vide their Email communication Ref: SOP-CReview-Feb2021 dt 15/02/2021 with the Company had imposed a fine for 4 days (Rs.9440/-, inclusive of GST of Rs.1440/-) which was paid by the Company on 24-02-2021.	The issue stands resolved during the FY 2020-21.



(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 report	Observations made in the secretarial compliance report for the year ended 31/03/2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Deviation of the terms of Regulation 31(2) of SEBI (LODR) Regulations, 2015.	6048000 equity shares (i.e. 12.92% of the total holdings) held by West Bengal Tourism Development Corpn. Ltd. ("WBTDTC"), one of the Promoters, are not in dematerialized form.	The Company has been following up with WBTDTC to make good this deviation.	The shares have since been dematerialized with NSDL by WBTDTC on 19 th April, 2021.

(e) I further certify that the listed entity has complied with the provisions of Para 6(A) and 6(B) of SEBI Circular no. CIR/CFD/CMD1/114/2019 dated 18.10.2019 relating to the terms of appointment of statutory auditors of the Company.



Place: Kolkata,

Date: 22/06/2021.

Name of the Practicing Company Secretary: P.V. SUBRAMANIAN

Signature: P.V. Subramanian

ACS No.: 4585

C P No.: 2077

UDIN: A004585C000498276