

GENESIS DEVELOPERS AND HOLDINGS LIMITED

REGISTERED OFFICE: - R-815, NEW RAJINDER NAGAR, NORTH EAST DELHI, NEW DELHI-110060

CIN: L67190DL1995PLC069768, E-Mail Id: genesislimited1995@gmail.com

Website: www.genesisdevelopersholdings.com , Mob: +91-9818251317

Date: May 30, 2025

To,
The Head Listing & Compliance
Metropolitan Stock Exchange of India Limited
205 (A), 2nd Floor, Piramal Agastya Corporate Park
Kamani Junction, LBS Road, Kurla (West), Mumbai-400070

SYMBOL: GDHL (GENESIS DEVELOPERS AND HOLDINGS LIMITED) EQ - ISIN - INE273R01019

Dear Sir/ Madam,

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2025 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Pursuant to Regulation 24A of the Listing Regulations, please find enclosed the annual secretarial compliance report for the year ended March 31, 2025 issued by **M/s. Parul Agrawal & Associates**, Practicing Company Secretaries.

This is for your information and records.

Thanking You

**For and on behalf of Board of Directors
Genesis Developers and Holdings Limited**

**Deepak Tyagi
Managing Director
DIN: 02760361**

Enclosed Annexure.

Parul Agrawal & Associates.

Company Secretaries

Add : : 8/2, 3rd Floor West Patel Nagar Delhi-110008

M. No. +91-9554649629

Email : csparulagwl@gmail.com



To,

GENESIS DEVELOPERS AND HOLDINGS LIMITED

CIN: L67190DL1995PLC069768

Registered Office Address: R-815 NEW RAJINDER NAGAR,
North East, NEW DELHI, Delhi, India, 110060.

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **GENESIS DEVELOPERS AND HOLDINGS LIMITED** (hereinafter referred as "the listed entity"), having its registered office at R-815 New Rajinder Nagar, North East, New Delhi, Delhi, India, 110060. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

I, **Parul Agrawal**, Proprietor of Parul Agrawal & Associates, a firm of Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by **GENESIS DEVELOPERS AND HOLDINGS LIMITED** ("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 Report.

for the financial year ended 31st March, 2025 ("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 SEBI;

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (LODR) Regulations, 2015; (**Applicable during review period**)
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not applicable during review period**)



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(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Applicable during review period)**

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable during review period)**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable during review period)**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable during review period)**

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Applicable during review period)**

(h) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; **(Applicable during review period)**

(i) Other regulations as applicable.

and circulars/ guidelines issued thereunder 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:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No	Action taken by	Type of Action	Details of violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
01	Website Update	Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	PCS	Other	There is a non-compliance of provision of Regulation 46 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement	NA	There is a non-compliance of provision of Regulation 46 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015. (Website not Updated)	Not received.	NA



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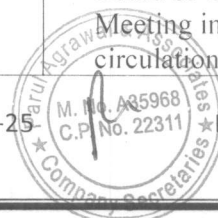
					) Regulations, 2015. (Website not Updated)				
02	The Company required to maintain SDD as per Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Regulation 3 Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	PCS	Other	There is a non-compliance of provision of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. (SDD Structured digital	NA	There is a non-compliance of provision of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. (SDD Structured digital database Software)	Not received.	NA

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

Sr. No.	Observations/ Remarks Of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended 2024 (the years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
None						

I. I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/ No/NA)	Observations/ Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial	No	According to the Secretarial Standard 1 & 2 Notice of Board & General Meeting including circulation of



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	Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).		Minutes to the Members is not in compliance
2.	Adoption and timely updation of the Policies: - All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. - All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI.	Yes Yes	
3.	Maintenance and disclosures on Website: - The listed entity is maintaining a functional website. - Timely dissemination of the documents/information under a separate section on the website. - Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/section of the website.	No No No	There is a non-compliance of provision of Regulation 46 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 as website not updated.
4.	Disqualification of Director(s): None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the	Yes	



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	listed entity		
5.	Details related to subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	NA	The Listed entity does not have any Material Subsidiary.
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per policy of preservation of documents and archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the board, independent directors and the committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of audit committee for all related party transactions; (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with	Yes Yes	



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	confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.		
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	No	There is a non-compliance of provision of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as Structured digital database Software not setup.
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/	Yes	No Actions taken against the Listed Entity/ its promoters/director s/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder



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	subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.		
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	Yes	During the Review Period, Statutory Auditors of the Listed Entity has resigned.
13.	Additional Non-compliances, if any: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	NA	No any additional non-compliance observed for all SEBI regulation/ circular / guidance note etc.

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.

4. This report is solely for the intended purpose of compliance in terms of Regulation 24A(2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed



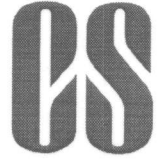
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entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Thanking you

For Parul Agrawal & Associates

Peer Review Certificate No. 3397/2023



CS Parul Agrawal

C.P. No.: 22311

Membership No.: A35968

UDIN: A035968G000500993

Place: New Delhi

Date: 30-05-2025