



CIN:L52322KA1992PLC013512

May,30 2023

To,

The Manager,  
Listing Department  
BSE Limited  
PhirozeJeeJeeBhoy Towers  
Dalal Street  
Mumbai-400001

**Script Code: 521210**

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March 2023**

In compliance with Regulation 24A of SEBI(Listing Obligations and Disclosure Requirements) Regulations,2015, please find enclosed herewith the Annual Secretarial Compliance Report issued to the Company by Krishnan Potty Jayaraj, Practicing Company Secretary for the year ended 31<sup>st</sup> March 2023.

Thanking You

Yours faithfully

**For CITYMAN LIMITED**

**Santhosh Joseph Karimattom**  
**Managing Director**  
**DIN:00998412**



**CITYMAN LIMITED**

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CIN : L52322KA1992PLC013512

**Secretarial Compliance Report**  
**of Cityman Limited for the year ended 31/03/2023**  
**(Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/ CFD/CMD1/27 /2019) dated February 8, 2019]**

I have examined:

- (a) all the documents and records made available to us and explanation provided by Cityman 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 certification, for the year ended 31/03/2023 “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; Not Applicable
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; Not Applicable
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; Not Applicable
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Delisting of shares) Regulations 2009-Not Applicable
- (j) (other regulations as applicable) and circulars/ guidelines issued thereunder;

I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sl no	particulars	Compliance Status (Yes/No/ NA)	Observation by PCS
1	<p><b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable</p>	yes	
2	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations circulars/guidelines issued by SEBI</li> </ul>	yes	
3	<p><b>Maintenance and disclosures on Website:</b> 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 re-directs to the relevant document(s)/ section of the website</p>	Yes  Yes  No.	
4	<b>Disqualification of Director:</b>	yes	

	None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity		
5	<b>Details related to Subsidiaries of listed entities</b>	NOT APPLICABLE	Company does not have any subsidiaries
6	<b>Preservation of Documents:</b> 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	<b>Performance Evaluation</b> 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.	Commensurate with the level of activities
8	<b>Related Party Transactions:</b> The listed entity has obtained prior approval of Audit Committee for all related party transactions	Yes	
9	<b>Disclosure of events or information:</b> 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	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	yes	
11	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>	NIL	No actions taken
12	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note	NIL	

	etc.		
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Sl no	particulars	Compliance Status (Yes/No/ NA)	Observation by PCS
	Compliance of SEBI Circular having Ref No: CIR/CFD/CMD1/114/2019 dated October18,2019	NA	There was no resignation/ appointment of Auditors during the relevant period and Company does not have a subsidiary

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:-

Sl no	Compliance Requirement Regulations/ circulars / guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Re-marks of the Practicing Company Secretary
1.	NOT APPLICABLE							

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

Sl no	Compliance Requirement Regulations/ circulars / guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Re-marks of the Practicing Company Secretary
1.	<i>non compliance of Reg. 29(2)/29(3) of LODR</i>	29(2)/29(3) of LODR	Company could not intimate date of the meeting of board of directors at least five days in advance	fine	Charged a fine		Rs. 10000	Company paid the fine and thus complied

Place: Bengaluru  
Date: 28/05/2023

  
Name : Krishnan potty Jayaraj  
CP: No:4410: ACS: 9568  
UDIN: A009568E000401663