



P. Eswaramoorthy and Company

Company Secretaries

 P. Eswaramoorthy B.Sc., LLB., FCS.,

ANNUAL SECRETARIAL COMPLIANCE REPORT

OF

LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2019

To,
The Members,
Lotus Eye Hospital and Institute Limited
[CIN: L85110TZ1997PLC007783]
SF NO.770/12 Avanashi Road,
Civil Aerodrome Post,
Coimbatore - 641014

I have examined:

- (a) all the documents and records made available to us and explanation provided by Lotus Eye Hospital and Institute Limited (herein after referred as "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 2019 (herein after referred as "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 there under; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");



The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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, which does not applicable for the aforesaid 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, which does not applicable for the aforesaid review period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, which does not applicable for the aforesaid review period;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, which does not applicable for the aforesaid review period;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013, which does not applicable for the aforesaid review period;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Other regulations and circulars/ guidelines issued by various Authorities whatever applicable there under;



And based on the above examination, I hereby report that, during the aforesaid Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under except in respect of matters specified below:-;

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company
1	As per Regulation 31(2) of SEBI (LODR) Regulations, 2015, the listed entity shall ensure that Hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board	However, the Companies promoter(s) group shareholding has not been hundred percent in dematerialized form. 200 shares were lying in the physical form.	Non Compliance of Regulation 31(2) of SEBI (LODR) Regulations, 2015.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued there under in so far as it appears from my examination of those records.
- (c) No actions were taken against the listed entity / its promoters / directors / 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 there under and the company does not have any material subsidiary.
- (d) As first report, disclosure of actions to comply with the observations made in previous report does not arise.



Place : Coimbatore
Date : 27/05/2019

P. ESWARAMOORTHY AND COMPANY
Company Secretaries

P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.: 7069