



**JVS & ASSOCIATES**  
COMPANY SECRETARIES

Flat No. 588, Pocket No. 4  
Sector – 11, Dwarka  
New Delhi – 110075



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## **Secretarial Compliance Report of Liberty Shoes Limited for the year ended 31 March, 2021**

I, Jyoti Sharma of JVS & Associates, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to me and explanation provided by Liberty Shoes Limited (“the listed entity”)
- (b) the filings/ submissions made by the listed entity to the stock exchange
- (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 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”);

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 (SEBI LODR Regulations);
- (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;
- (e) \*Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) \*Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) \*Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



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\*No event took place under these regulations during the audit 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 there under.
- 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) There is no action has been 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 there under.
- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Requirement/relevant provisions	Company's action on the compliance
1	Non-compliance of the provisions of Regulation 17(1) of SEBI LODR Regulations as regard to the composition of Board of Directors during the Quarter ended 30th June, 2019 and 30th September, 2019.	As informed in the previous report for the FY ended 31.03.2020, the Company appointed Independent Directors on the Board to comply with the said provisions and also complied with the stipulations of the Stock Exchanges related to Non compliance.
2	Delay in filing of Report on Corporate Governance for the Quarter ended 31st December, 2019 under regulation 27(2) of SEBI LODR Regulations.	As informed in the previous report for the FY ended 31.03.2020, the Company has submitted Report on Corporate Governance for the required Quarter and also complied with the stipulations of the Stock Exchanges related to non compliance.

Besides above no action was required in respect of observations given in the previous report.

**For JVS & Associates  
Company Secretaries**



**Place : New Delhi  
Date : June 09<sup>th</sup>, 2021**

**Jyoti Sharma  
Proprietorship  
CP No.: 10196  
M. No. F8843  
Firm Registration No.: I2011DE848300  
UDIN:F008843C000439781**