



To,
The Deputy General Manager,
BSE Limited, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Date: May 30, 2025

Ref: Security Code No. 514402

Sub: Disclosure under Regulation 24(A) of SEBI (LODR) Regulations, 2015 for the financial year ended March 31, 2025.

Dear Sir/Madam,

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circulars issued by Stock Exchanges from time to time, we are submitting Annual Secretarial Compliance Report of the Company for the year ended March 31, 2025 issued by M/s. Kamal Lahoty & Co., Mumbai enclosed hereunder. .

This is for the information and record of the Exchanges.

For Eco Hotels and Resorts Limited

NIDHI
BALDWA

Digitally signed by
NIDHI BALDWA
Date: 2025.05.30
12:11:32 +05'30'

Nidhi Baldwa

Company Secretary & Compliance Officer

Membership No. A60962

Encl.: as above

ECO HOTELS AND RESORTS LIMITED

(Promoted by Eco Hotels UK PLC)

Registered Office:

67/6446, Basin Road, Cochin, Ernakulam High Court,

Ernakulam, Kerala, India - 682031

CIN: L55101KL1987PLC089987

Land line: +91 22 44550546

Corporate Office:

Block no 4, 2nd floor, Raj Mahal, VN Road,

Churchgate, Mumbai – 400020

Email Id: investor.relations@ecohotels.in

Brands: THE ECO GRAND™, ECO HOTELS™, THE ECO™, THE ECO SATVA™, ECOXPRESS™, ECOXPRESS SATVA™, ECOVALUE™

**COMPLIANCE REPORT OF ECO HOTELS AND RESORTS LIMITED FOR
THE YEAR ENDED MARCH 31, 2025**

To,
ECO HOTELS AND RESORTS LIMITED
67/6446, Basin Road, Cochin, Ernakulam,
Kerala, Ernakulam High Court,
Ernakulam, Kerala – 682 031.

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **ECO HOTELS AND RESORTS LIMITED** (“the listed entity”), having its registered office at 67/6446, Basin Road, Cochin, Ernakulam, Kerala, Ernakulam High Court, Ernakulam, Kerala – 682 031. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations 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 :

We have examined:

- i. all the documents and records made available to us and explanation provided by the listed entity,
- ii. the filings/ submissions made by the listed entity to the stock exchange,
- iii. website of the listed entity,
- iv. any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the financial year ended March 31, 2025 (“Review Period”) in respect of compliance with the provisions of:

- i. The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- ii. 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 (Prohibition of Insider Trading) Regulations, 2015;
- e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the Audit period);
- f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the Audit period)

and based on the above examination, we hereby state 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.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
Not applicable										



(b) The observations made in the Secretarial Compliance Report for the financial year ended March 31, 2024 have not been brought forward, since the Company has taken sufficient steps to address the concern raised for the said year:

Sr. No.	Observations/Remarks of the Practising Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended (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
Not applicable						

We 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)	Observation / Remarks by PCS
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	None
2	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> 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	None
3	Maintenance and disclosures on Website: <ul style="list-style-type: none"> 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 	Yes	None



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observation / Remarks by PCS
4	Disqualification of Director(s): None of the director(s) of the listed entity are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	None
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 Yes	The Company does not have any material subsidiary. The Company has made disclosures for other 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	None
7	Performance Evaluation: The listed entity has conducted performance evaluation of the board, Independent directors and the committees during the financial year as prescribed in SEBI Regulations.	Yes	None
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 confirmation whether the transactions were subsequently approved/ratified/ rejected by the audit committee.	Yes NA	None No such case was reported during the Review period
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	The Company has disclosed material events under Regulation 30 within the time limits except in few cases where



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observation / Remarks by PCS
			the Company has submitted clarification for the delay.
10	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	The Company has maintained a SDD software, but few entries during the year are delayed.
11	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>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.</p> <p>The actions taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges as specified in the last column</p>	NA	
12.	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</p> <p>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.</p>	NA	
13	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for all SEBI regulation/circular/guidance note etc. except as reported above</p>	Yes	(a) Delay under Regulation 29(1)(d) of SEBI LODR Regulations in filing intimation for Rights Issue dated March 05, 2025.



We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations. – **Not Applicable**

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



For Kamal Lahoty & Co
Company Secretaries

Kamal Lahoty

CS Kamal Lahoty
(Proprietor)

Membership No: F9411

Certificate of Practice No.: 11152

UDIN: F009411G000392453

Peer Review Certificate No.: 4497/2023

Place: Mumbai

Date: May 20, 2025.