

Star Trading House recognised by Govt. of India

Date: 30th June, 2021

The Secretary  
Listing Department  
BSE Limited  
Phiroze Jee Jee Bhoy Towers  
Dalal Street, Mumbai – 400001  
Maharashtra.  
Scrip Code – 532038

Dear Madam/Sir

**Sub.: Annual Compliance Report for the year ended March 31, 2021**

Please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2021 as certified by M/s Saurabh Agrawal & Co., Practicing Company Secretary.

This report has been issued in terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

This is for your information and records.

**Yours Faithfully**

**For: Emmsons International Limited**

*Bhalendra Pal Singh*

**Bhalendra Pal Singh  
Chief Financial Officer  
PAN: AOEPS2309Q**

Encl.: As above



2001-2002/2009-2010

**Registered & Admn. Office : 301/12, Community Centre, Zamrudpur, New Delhi -1100 48. India**

**Tel. : 2924 7721-25 Fax : 91 11 2924 7730**

**e-mail : corporate@emmsons.com Visit us : www.emmsons.com**

**CIN No. : L74899DL1993PLC053060**



1998-1999



**Saurabh Agrawal & Co.**  
**Company Secretaries**

403, Nirmal Tower, 26, Barakhamba Road,  
Connaught Place, New Delhi-110001  
Tel.: +91-11-23752129, 40366403  
Cell: 9811365004  
E-mail: saurabhfc@gmail.com

**SECRETARIAL COMPLIANCE REPORT OF EMMSONS INTERNATIONAL LIMITED FOR THE YEAR  
ENDED ON 31<sup>ST</sup> MARCH, 2021**

To

**Emmsons International Limited(CIN: L74899DL1993PLC053060)**

**Flat No. 301, Plot No. 12**

**Zamrudpur Community Centre, Kailash Colony**

**Delhi - 110048**

We Saurabh Agrawal & Co., a practicing Company Secretary have examined:

- All the documents and records made available to us and explanation provided by the **Emmsons International Limited ('The Company')**;
- The filings/submissions made by the listed entity to the Stock Exchange;
- Website of the listed entity;
- Any other document/filings, as may be relevant which has been relied upon to make this certification.

We hereby declare that due to COVID-19 pandemic, we have not visited the office of the Company.

For the year ended on 31<sup>st</sup> March, 2021 (Review Period) in respect of the Compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 (SEBI Act) and the Regulations, Circulars, guidelines issued there under and;
- 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:

- Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of capital and Disclosure Requirements) Regulations, 2018  
**Not Applicable to the Company during the audit period;**

- c. Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011;
- d. Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 *Not Applicable to the Company during the audit period;*
- 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 *Not Applicable to the Company during the audit period;*
- g. Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations, 2013 *Not Applicable to the Company during the audit period;*
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

And based on the above examination, I/We 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 **except** in respect of the matters specified below:

**SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015**

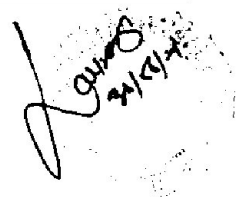
Sr. No.	Compliance Requirement (Regulations/Circulars/guidelines including specific clause)	Deviations	Observation/Remarks of Practicing Company Secretary
1	Regulation 6 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015	The listed entity has not appointed a qualified Company Secretary as Compliance Officer	Company has not complied the provisions of regulation 6 on 15.10.2020
2	Regulation 33 (3)(a) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015	Listed entity has not submitted quarterly results for the quarter ended 30th June, 2020 within time.	Company has submitted the financial result on 30th September, 2020.
3	Regulation 33 (3)(b) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015	The listed entity has not submitted quarterly/Half yearly/Annually consolidated results for the Financial Year ended March 31, 2020. The Listed entity has not submitted consolidated financial results for Financial Year ended March 31, 2019 and March 31, 2020.	Company has not complied the provisions of regulation 33(3)(b)
4	Regulation 33 (3)(d) of SEBI	The listed entity has not	Company has not

*[Handwritten Signature]*  
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	(Listing Obligation and Disclosure Requirement) Regulations, 2015	submitted audited consolidated financial results for the financial year ended on 31 <sup>st</sup> March, 2019 and 31 <sup>st</sup> March, 2020 within sixty days from the end of the financial year along with the audit report.	complied the provisions of regulation 33(3)(d)
5	Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Listed entity has not submitted Annual Report for the year ended March 31, 2019 and March 31, 2020 with Stock Exchange. The Company has not convened any Annual General Meeting for the year ended March 31, 2019 and March 31, 2020.	Company has not complied the provisions of regulation 34
6	Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The listed entity has not convened annual general meeting for the year ended March, 2019 and March, 2020 hence not complied with the provisions of Regulation 44 with respect to meeting of shareholders and voting rights.	Company has not complied the provisions of regulation 44

**SEBI (Prohibition of Insider Trading) Regulations, 2015**

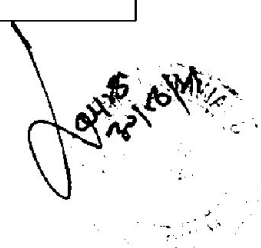
Sr. No.	Compliance Requirement (Regulations/Circulars/guidelines including specific clause)	Deviations	Observation/Remarks of Company Secretary
1	Regulation 3(5)	The Company has not maintained the structured digital database containing the names of such person or entities as the case may be with whom information is shared.	-
2	Regulation 8	The Board of Directors of the Company has not formulated the a code of practices and procedures for fair disclosures of unpublished price sensitive information.	-
3	Regulation 9	The Board of Directors of the Company has not	-


  
 21/12/19

		formulate the code of conduct to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons towards achieving compliance with these regulations.	
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- b) *The listed entity has not maintained proper records under the provisions of the above regulations and circulars/guidelines issued there under insofar as it appears from my/our examination of those records.*
- c) The following are the details of actions taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid acts/Regulations and circulars guidelines issued there under:

Sr. No.	Action Taken by	Details of variation	Details of Action taken e.g. fines, warning letter debarment etc.	Observations/remarks of the Practicing Company Secretary, if any
1.	Bombay Stock Exchange vide their email dated 20th November, 2020	Company is in non compliance of Regulation 6(1) pertaining to the appointment of qualified Company Secretary as the Compliance Officer	The Company is liable to pay the fine for an amount Rs. 108560 and it will continue to be computed further till the time of rectification of the non compliance to the satisfaction of the exchange and nonpayment of the fines shall result in freeze the entire shareholding of the promoter and promoter group in this entity as well as other securities held in demat account of the promoter and promoter group.	Company has not paid the fine as imposed by BSE and the demat accounts of the promoter and promoter group are frozen.
2	Bombay Stock Exchange vide their notice number 20210208-36 dated 08th February, 2021	Company is in non compliance of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 for two consecutive years i.e. March 2019 & March 2020.	The listed entity's scrip will be transferred to Z/ZP/ZY group w.e.f. 19th February, 2021 if the non compliance was not made good.	Listed entity has not complied with the provisions of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.


  
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3	Bombay Stock Exchange vide their notice number 20210308-42 dated 08th March, 2021	Company is in non compliance of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 for two consecutive years i.e. March 2019 & March 2020	Suspension of trading in securities of Companies for non compliance with the provisions of certain Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.e.f. 8th April, 2021.	Listed entity has not complied with the provisions of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.
4.	Bombay Stock Exchange vide their email dated 11th March, 2021	Company is non compliant with the provisions of Regulation 6(1) pertaining to the appointment of qualified Company Secretary	Freeze the demat accounts of all the entities mentioned in the shareholding pattern and fine was levied for Rs. 16520/-	Company has appointed the qualified Company Secretary. However Company has not paid the fine impose by BSE

d) the listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended March 31, 2020	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Listed entity has not appointed a qualified Company Secretary as Compliance Officer	Listed entity has appointed the Company Secretary on 15th October, 2020.	Compliance was done by the Company.
2	Regulation 31 of SEBI (Listing Obligation and Requirement) Regulations, 2015	The Listed entity has made delay in submission of shareholding pattern for the quarter ended June, 2019	Listed entity has paid the fine imposed by the BSE amounting Rs. 66,080/- on 31st October, 2019.	-
3	Regulation 33(3)(b) of SEBI (Listing Obligations and Disclosure Requirement) Regulation 2015	The listed entity has not submitted quarterly /half yearly/Annually consolidated Results for the financial year ended March 31, 2020. The Listed entity has not submitted consolidated financial results for the financial year ended March 31, 2019..	No action was taken by the listed entity.	Default still persist.
4	Regulation 33(3)(d) of SEBI (Listing	The listed entity has not submitted audited	No action was taken by the listed entity.	Default still persist.

*Handwritten signature and date:*  
 20/10/20

	Obligations and Disclosure Requirement) Regulation 2015	consolidated financial results for the financial year ended on 31 <sup>st</sup> March, 2019 within sixty days from the end of the financial year along with the audit report.		
5	Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Listed entity has not submitted Annual Report for the year ended March 31, 2019 with Stock Exchange. The Company has not convened any Annual General Meeting for the year ended March 31, 2019.	No action was taken by the listed entity.	Default still persist.
6	Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015	The listed entity has not convened annual general meeting for the year ended March, 2019.	No action was taken by the listed entity.	Default still persist.

*\*\*Presently trading of the Emmsons International Limited is suspended due to penal provisions.*

For: Saurabh Agrawal & Co.  
Company Secretaries

Saurabh Agrawal

FCS

CP No. 4888

M.No. 5430

UDIN: F005430C000550887

Date : 30.06.2021

Place : New Delhi