



Star Trading House recognised by Govt. of India

Date: 28th May, 2022

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

Dear Madam/Sir

Sub.: Annual Compliance Report for the year ended March 31, 2022

Please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2022 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

PAN: AOEPS2309Q

Chief Financial Officer

Encl.: As above



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



SECRETARIAL COMPLIANCE REPORT OF EMMSONS INTERNATIONAL LIMITED FOR THE YEAR
ENDED ON 31ST MARCH, 2022

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.

For the year ended on 31st March, 2022 (Review Period) in respect of the Compliance with the provisions of:

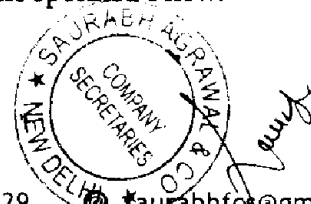
- The Securities and Exchange Board of India Act, 1992 (SEBI Act) and the Regulations, Circulars, guidelines issued thereunder and;
- The Securities Contracts (Regulation) Act, 1956 (SCRA) rules made thereunder and the Regulations, Circulars, guidelines issued there under by the Securities and Exchange Board of India (SEBI).

The specific regulations whose provisions and the circulars/guidelines issued thereunder 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;*
- Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011; *Not Applicable to the Company during the audit period;*
- Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 *Not Applicable to the Company during the audit period;*
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; *Not Applicable to the Company during the audit period;*
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *Not Applicable to the Company during the audit period;*
- 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;*
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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

- The listed entity has complied with the provisions of the above regulations and circulars/guidelines issued thereunder except in respect of the matters specified below:

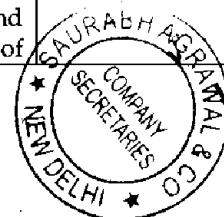


SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

Sr. No.	Compliance Requirement (Regulations/Circulars/guidelines including specific clause)	Deviations	Observation/Remarks of Practicing Company Secretary
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, 2021 within time.	Company has submitted the financial result on 13 th August, 2021.
3	Regulation 33 (3)(b) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015	The listed entity has not submitted quarterly/Half yearly consolidated results for the Quarter ended 30 th June, 2021, and Half year ended on September, 2021. The Listed entity has not submitted consolidated financial results for Financial Year ended 31 st March, 2019, 31 st March 2020 and 31 st March, 2021 within time.	Company has submitted the consolidated financial results for the financial year ended on 31 st March, 2019, 31 st March, 2020 and 31 st March, 2021 on 23 rd December, 2021.
4	Regulation 33 (3)(d) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015	The listed entity has not submitted audited consolidated financial results for the financial year ended on 31 st March, 2019 and 31 st March, 2020, 31 st March, 2021 within sixty days from the end of the financial year along with the audit report.	Company has submitted the consolidated financial results for the financial year ended on 31 st March, 2019, 31 st March, 2020 and 31 st March, 2021 as on 23 rd December, 2021.
5	Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Listed entity has not submitted Annual Report for the year ended 31 st March, 2019 and 31 st March, 2020, 31 st March, 2021 within time with Stock Exchange.	Company has submitted the annual returns for the year ended 31 st March, 2019 and 31 st March, 2020, 31 st March, 2021 on 18 th February, 2022.
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 31 st March, 2019 and 31 st March, 2020 and 31 st March, 2021 within prescribed time.	Company has convened the annual general meetings for the year ended 31 st March, 2019 and 31 st March, 2020 and 31 st March, 2021 on 16 th March, 2022.

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 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 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.	-

- b) The listed entity has not maintained proper records under the provisions of the above regulations and circulars/guidelines issued thereunder insofar as it appears from 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 thereunder:

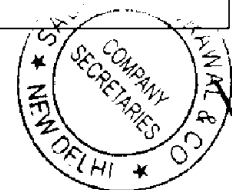
Sr. No.	Action Taken by	Details of variation	Details of Action taken e.g. fines, warning letter debarment etc.	Observations/remarks of the Practicing Company Secretary, if any
1.	Bombay Stock Exchange vide their email dated 23 rd May, 2022	Company is in non compliance of Regulation 6(1) pertaining to the appointment of qualified Company Secretary as the Compliance Officer	The Company is liable to pay the fine for an amount Rs. 2,58,000/-of the non-compliance and 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 freeze as the company has submitted request letter for the waiver of the fine with BSE.
2	Bombay Stock Exchange vide their email dated 23 rd May, 2022	Company is in non compliance of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 for two consecutive years i.e. March, 2018, March 2019 and March 2020.	The Company is liable to pay the fine for an amount Rs. 9,80,000of the non-compliance 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.	Listed entity has not complied with the provisions of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 as the company has submitted request letter for the waiver of the fine with BSE.
3.	Bombay Stock Exchange vide their email dated 23 rd May, 2022	Company is non compliant with the provisions of Regulation 33 pertaining to filing of financial results for March 2018 and June	Freeze the demat accounts of all the entities mentioned in the shareholding pattern and fine was levied for Rs. 1,10,000/-	The company has filed the financial results after due date. However Company has not paid the fine impose by BSE as the company has submitted request letter



		2020 within prescribed time		for the waiver of the fine with BSE.
4.	Bombay Stock Exchange vide their email dated 23 rd May, 2022	Company is non-compliant with the provisions of Regulation 31 pertaining to filing of Shareholding pattern for September, 2014 and June 2019 within prescribed time.	The Company is liable to pay the fine for an amount Rs. 62,000/- for the non - compliance.	The company has filed the Shareholding pattern after due date. However Company has not paid the fine impose by BSE as the company has submitted request letter for the waiver of the fine with BSE.
5.	Bombay Stock Exchange vide their email dated 23 rd May, 2022	Company is non-compliant with the provisions of Regulation 27(2) pertaining to filing of Corporate Governance Report for March, 2017 within prescribed time.	The Company is liable to pay the fine for an amount Rs. 9,000/- for the non - compliance	The company has filed the Corporate Governance Report after due date. However Company has not paid the fine impose by BSE as the company has submitted request letter for the waiver of the fine with 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, 2022	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 Obligation and Disclosure Requirement) Regulations, 2015	The listed entity has not appointed a qualified Company Secretary as Compliance Officer	Company has complied the provisions of regulation 6 on 15.10.2020.	Compliance was done by the Company.
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	Compliance was done by the Company.
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)	The company has not submitted consolidated quarterly and half yearly consolidated financial results for the financial year 31 st March 2019 and 31 st March, 2020, however the company has submitted annual consolidated results.



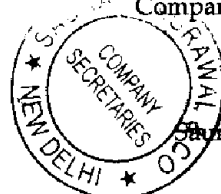
4	Regulation 33 (3)(d) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015	The listed entity has not submitted audited consolidated financial results for the financial year ended on 31st March, 2019 and 31st March, 2020 within sixty days from the end of the financial year along with the audit report.	The company submitted of audited consolidated financial results for the financial year ended on 31st March, 2019 and 31st March, 2020 along with the audit report and submitted on 23 rd December, 2021	Compliance was done by the Company
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.	The company has submitted annual report for the financial year ended on 31 st March, 2019 and 31 st March, 2020 on 18 th February, 2022.	Compliance was done by the Company.
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.	The Company has convened the annual general meetings for financial year ended on 31 st March, 2019 and 31 st March, 2020 on 16 th March, 2022.	Compliance was done by the Company.

e) Presently trading of the Emmsons International Limited is suspended due to penal provisions and promoters demat accounts are Freezed.

f) The company bank accounts are declared Non Performing Assets (NPA) in the year 2014 and no settlement has been made yet.

g) The company has defaulted in repayment of bank loans and borrowing.

For: Saurabh Agrawal & Co.
Company Secretaries



Saurabh Agrawal
CP No. 4868
M. No. F5430

UDIN: F005430D000406611

Date : 27/05/2022

Place : New Delhi