



C.S. Amarendra Mohapatra
B.Com, L.L.B., A.C.S.

***Amarendra Mohapatra & Associates**
Practicing Company Secretaries*
PH: +91 9004886465 & +917873117777

Secretarial compliance report of Telesys Info-Infra(I) Limited (Formerly known as Telesys Software Ltd) for the year ended 31st March, 2020, Issued under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,

The Board of Directors
TELESYS INFO-INFRA (I) LIMITED
NO. 5, Damodaran Street Kellys,
Kilpauk Chennai
Tamilnadu - 600010

UDIN: A026257B000400246

I CS Amarendra Mohapatra, Prop. Of M/s. Amarendra Mohapatra & Associates, have examined:

- (a) All the documents and records made available to us and explanation provided by [TELESYS INFO-INFRA (I) LIMITED] ("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 [31.03.2020] ("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 to the extent applicable;
- (b) Securities and Exchange Board of India (Issued of Capital and Disclosure Requirement) Regulations, 2018 to the extent applicable;
- (c) Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011 to the extent applicable;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the company during the audit period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014 (Not Applicable to the Company during the audit period)
- (f) Securities and Exchange Board of India (Issue and Listing of debt Securities) Regulations, 2008; (Not Applicable to the Company during the audit period)

* House No.56/1, MIG-II, Phase-I, Chandrasekharapur Housing Board Colony
CS.Pur, Bhubaneswar, Odisha- 751016.

Mumbai Office: 129B, Ansa Industrial Estate, Saki Vihar Road, Sakinaka,
Andheri East, Mumbai - 400072

E-Mail: Associateconsultancy@Gmail.Com & Csamarendra@Gmail.Com*





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- (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) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable to the company during the audit period);
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (k) SEBI (Depositories and Participant) Regulations, 2018
- (l) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not Applicable to the company during the audit period);

And circulars/ guidelines issued there under;

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, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.
- (c) The following are the details of actions taken against the listed entity by SEBI under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under; -

Sr. No.	Action Taken by	Details of Violation	Details of action Taken E.g. fines, Warning letter, debarment, etc.	Observations/ Remarks of the Practicing Company Secretary, if Any.

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(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NOT APPLICABLE				

Date: 30th June, 2020
Place: Bhubaneswar

For M/s. Amarendra Mohapatra & Associates

Signature:



(CS. Amarendra Mohapatra)
Membership No. : A26257
C.P.No.: 14901

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