



Melstar Information Technologies Limited

CIN : L99999MH1986PLC040604

31.05.2019

To, The Dy.Gen. Manager, Corporate Relationship Dept BSE Limited P. J. Towers, Dalal street, Mumbai - 400001 SCRIP CODE 532307	To , National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex, Bandra (East), Mumbai - 400051 Scrip Name : MELSTAR
---	---

Dear Sirs,

SUB: Submission of Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 for the Financial year 2018-2019.

Pursuant to Regulation 24A of SEBI (listing Obligation and Disclosures Requirements Regulations, 2015 as amended read with SEBI's Circular No.CIR/CFD/CMD1/27/2019 dated 8th February, 2019. Please Find Attachment of Annual Secretarial Compliance Report of the Company for the Financial Year 2018-19 issued by Mr. Anil Somani, Practising Company Secretary.

Kindly take the same on your record

Thanking you.

Yours faithfully,

For **MELSTAR INFORMATION TECHNOLOGIES LIMITED**

(ASHISH MAHENDRAKAR)
CHIEF EXECUTIVE OFFICER

Encl: As above



Registered Office:

159, 5th Floor, Industry House,
Reclamation, Churchgate,
Mumbai 400 020. INDIA.

Phone : +91(22) 6235 6400

Fax : +91(22) 6235 6402

URL : www.melstar.com

ANIL SOMANI & ASSOCIATES

Company Secretaries

B-4, Ganpati Complex, Near Vishal Mega Mart, Bhilwara, Rajasthan - 311001

Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Secretarial compliance report of Melstar Information Technologies Limited for the year ended 31st March, 2019

1. We have examined:

- (a) all the documents and records made available to us and explanation provided by **Melstar Information Technologies 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 31st March, 2019 ("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");

2. 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 (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;

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

1. The Company has not paid annual listing fee to BSE and NSE as per Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also not paid custody fee to CDSL / NSDL for the financial year 2018-19.

2. The website of the Company has not updated as per Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the time of our inspection.

3. The Company has submitted certificate required under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended 31.03.2019 to BSE Ltd. on 07.05.2019.

4. As per Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has not appointed any executive director on the Board and Mr. Ashish Mahendrakar has appointed as Chief Executive Officer as well as Chief Financial Officer.

5. The Company Secretary and Compliance officer of the Company has resigned w.e.f. 28.02.2019. The Company has not appointed Company Secretary and Compliance officer as on date of report as per Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.

(c) No action was taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI by Stock Exchanges (including under the Standard Operating Procedures Issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/ guidelines issued thereunder.

(d) This being the first reporting since the notification of the requirement to submit this report, reporting on actions to comply with observations made in previous reports does not arise.



Observations:

1. Mr. Durgesh Jadhav and Mr. Bhalachandra Shinde appointed as Non-Executive - Independent Director on the Board of the Company has disqualified under Section 164 of the Companies Act, 2013 for appointment as Director.

Place: Bhilwara
Date: 29th May, 2019



For **Anil Somani & Associates**
Company Secretaries

Anil Kumar Somani

ACS: 36055

COP: 13379