

30.5.2019

Bombay Stock Exchange Ltd.
Floor 25, P J Towers,
Dalal Street,
Mumbai 400 001

National Stock Exchange of India Ltd.
Exchange Plaza'
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

Dear Sirs:

SUB: Annual Secretarial Compliance Report for the year ended 31st March 2019

We enclose the Annual Secretarial Compliance Report for the year ended 31st March 2019 as issued by a Practicing Company Secretary pursuant to Regulation 24A of SEBI (LODR) (Amendment) Regulations, 201 and SEBI Circular No CIR/CFD/CMD1/27/2019 dated February 28,2019.

Thanking you,

Yours truly,
For Quintegra Solutions Limited


V SRIRAMAN
WHOLETEIME DIRECTOR





Subhashini Dhandapani
Practicing Company Secretary

SECRETARIAL COMPLIANCE REPORT OF QUINTEGRA
SOLUTIONS LIMITED FOR THE YEAR ENDED
MARCH 31,2019

(Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 18,2019)

To
The Board of Directors
Quintegra Solutions Ltd
Wescare Towers, 3rd Floor, 16, Cenotaph Road,
Teynampet, Chennai - 600 018.

I, Subhashini Dhandapani, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by Quintegra Solutions Ltd ("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 March 31,2019 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");

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; (The Company had not issued any Capital during the period under review)
- (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; (Not Applicable to the Company during the period under review)

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- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the period under review)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the period under review)**
- (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 period under review)**
- (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;
- (j) SEBI Circular No. IMD/FPIC/CIR/P/2018/61 dated April 05, 2018 regarding Monitoring of Foreign Investment limits in listed Indian companies;
- (k) SEBI Circular No. SEBI/HO/MIRSD/DOPI/CIR/P/2018/73 dated April 20, 2018 regarding strengthening the Guidelines and Raising Industry standards for RTA, Issuer Companies and Banker to an Issue;
- (l) SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2018/85 dated May 28, 2018 regarding System-driven Disclosures in Securities Market; and
- (m) other regulations as applicable and circulars/ guidelines issued thereunder;

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 thereunder, except in respect of matters specified below: -

Sr.No	Compliance Requirement (Regulations! guidelines specific clause)	Deviations	Observations! Remarks of the Practicing Company Secretary
1	Pursuant to Regulation 6 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a listed entity shall appoint a qualified	The Company has not appointed a Whole time Company Secretary as Compliance Officer. The Whole	The Company has received notices from both the Stock Exchanges (NSE & BSE) under the Standard Operating

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	company secretary as the Compliance Officer.	time Director has been appointed as the Compliance Officer.	Procedure issued by SEBI vide Circular dated May 03,2018, for the Non- Compliance of Regulation 6(1) of LODR Regulations and levied fine from the quarter ended September 30,2018.
2	Pursuant to Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall pay all such fees or charges, as applicable, to the recognised stock exchange(s), in the manner specified by the Board or the recognised stock exchange(s).	This company has not paid the Annual Listing Fees to the Exchange in violation of SEBI (LODR) Regulations and Rules, Bye-laws and Regulations of the Exchange for the past 6 years	The Company has received show cause notice dated Feb 21,2018 for non-payment of listing fee from both the Stock Exchanges.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder 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 Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

1. The Company has not appointed a Whole time Company Secretary as Compliance Officer, pursuant to Regulation 6 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has received notices from both the Stock Exchanges (NSE & BSE) under the Standard Operating Procedure issued by SEBI vide Circular dated May 03,2018, for the Non- Compliance of Regulation 6(1) of LODR Regulations and levied fine from the quarter ended September 30,2018. The Company has not paid the fine and given a reply to the Exchanges regarding their inability to appoint a Qualified Company



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Practicing Company Secretary

Secretary due to the financial constraints because of nil operations and nil revenue generation in the Company.

2. This company has not paid the Annual Listing Fees, pursuant to Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has received show cause notice dated Feb 21, 2018 for non-payment of listing fee from both the Stock Exchanges. The Company has given a reply to the Exchanges regarding their inability to pay the Listing Fee due to the financial constraints because of nil operations and nil revenue generation in the Company.

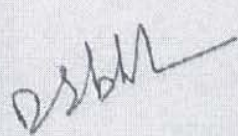
(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year endeth (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
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Not Applicable

Note: The Secretarial Compliance Report has been introduced by SEBI vide its circular dated Feb 08, 2019, effective from the Financial Year 2018-19. Since this being the first financial year for applicability of this report, the information relevant to the previous years are not available and hence not applicable.

Place: Chennai
Date: 30-May-2019


Subhashini Dhandapani
ACS No. 28150
C P No.: 21561

Subhashini Dhandapani
Practicing Company Secretary
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Membership No. A28150 CP No. 21561

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