



MONOTYPE INDIA LIMITED

Date: 31.05.2023

To Corporate Relationship Department Bombay Stock Exchange Ltd 1st Floor, New Trading Road Rotunda Building, P. J. Towers Dalal Street, Fort, Mumbai – 400001 Scrip Code - 505343	To, The Manager (Listing), Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata — 700 001 Scrip code: 023557	To, The Manager (Listing), Metropolitan Stock Exchange of India Limited, Vibgyor Towers, 4 th floor, Plot No C 62, G-Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra(E), Mumbai — 400098 Scrip code: MONOT
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Sub: Annual Secretarial Compliance Report for the year ended March 31, 2023 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

Pursuant to Regulation 24A of the Listing Regulations, please find enclosed the annual secretarial compliance report for the year ended March 31, 2023. This is for your information and records.

This will also be hosted on the Company's website, at www.monotypeindia.in

Thanking You,

For, MONOTYPE INDIA LIMITED

NARESH
MANAKCH
AND JAIN

Digitally signed by
NARESH
MANAKCHAND JAIN
Date: 2023.05.31
01:34:27 +05'30'

NARESH JAIN
Wholetime Director
DIN: 00291963

Enclosed as above



SUPRABHAT CHAKRABORTY
(COMPANY SECRETARY IN PRACTICE)
1 CROOKED LANE, ROOM NO. 333
3RD FLOOR, KOLKATA - 700069
MOBILE: 9732595866
E-mail: suprabhatcs08@gmail.com
suprabhat_cs08@yahoo.com

Secretarial Compliance Report of Monotype India Ltd for the financial year ended 31st March, 2023

I Suprabhat Chakraborty, Practicing Company Secretary have examined:

- All the documents and records made available to me and explanation provided by **Monotype India Ltd** ("the listed entity")
- The filings/ submissions made by the listed entity to the Stock Exchange;
- Website of the listed entity;
- Any other documents/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March, 2023 ("Review Period") in respect of 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 thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable during the review period)**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable during the review period)**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
(Not applicable during the review period)
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable during the review period)**



g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued there under;

and based on the above examination, I hereby report that, during the Review Period:

- I. (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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Regulation 7(3) of SEBI (Listing Obligation Disclosure Requirements), 2015	SEBI (Listing Obligation Disclosure Requirements), 2015				The listed entity not submitted compliance certificate within stipulated time.		The listed entity not submitted compliance certificate within stipulated time period.	The entity was under Corporate Insolvency Resolution Process (CIRP) vide NCLT, Mumbai by CP (IB) 3657/MB/C-II/2018 dated 18.02.2020 and CIRP process was ended NCLT, Mumbai order dated 25.01.2022 and all the Director's	The listed entity not submitted compliance certificate within stipulated time period.



									power was suspended during CIRP process	
2	Regulation 24A of SEBI (Listing Obligation Disclosure Requirements), 2015	SEBI (Listing Obligation Disclosure Requirements), 2015				Annual Secretarial Compliance Report for the financial year 2021-22 not submitted		Annual Secretarial Compliance Report for the financial year 2021-22 not submitted	The entity was under Corporate Insolvency Resolution Process (CIRP) vide NCLT, Mumbai by CP (IB) 3657/MB/C-II/2018 dated 18.02.2020 and CIRP process was ended NCLT, Mumbai order dated 25.01.2022 and all the Director's power was suspended during CIRP process	Annual Secretarial Compliance Report for the financial year 2021-22 not submitted
3	Regulation 31 of SEBI (Listing Obligation Disclosure Requirements), 2015	SEBI (Listing Obligation Disclosure Requirements), 2015				Shareholding pattern for the quarter ended 30.06.2022, 30.09.2022 and 31.12.2022 not filed within stipulated		Shareholding pattern for the quarter ended 30.06.2022, 30.09.2022 and 31.12.2022 not filed within stipulated time	The entity was under Corporate Insolvency Resolution Process (CIRP) vide NCLT, Mumbai by CP (IB) 3657/MB/C-II/2018 dated 18.02.2020 and CIRP	Shareholding pattern for the quarter ended 30.06.2022, 30.09.2022 and 31.12.2022 not



									process was ended NCLT, Mumbai order dated 25.01.2022 and all the Director's power was suspended using CIRP process	filed within stipulated time
4	Regulation 33 of SEBI (Listing Obligation Disclosure Requirements), 2015	SEBI (Listing Obligation Disclosure Requirements), 2015				Financial result for the quarter ended 31.03.2022, 30.06.2022, 30.09.2022 and 31.12.2022 not yet filed.		Financial result for the quarter ended 31.03.2022, 30.06.2022, 30.09.2022 and 31.12.2022 not yet filed.	The entity was under Corporate Insolvency Resolution Process (CIRP) vide NCLT, Mumbai by CP (IB) 3657/MB/C-II/2018 dated 18.02.2020 and CIRP process was ended NCLT, Mumbai order dated 25.01.2022 and all the Director's power was suspended using CIRP process	Financial result for the quarter ended 31.03.2022, 30.06.2022, 30.09.2022 and 31.12.2022 not yet filed.
5	Regulation 40 (9) of SEBI (Listing Obligation Disclosure Requirements), 2015	SEBI (Listing Obligation Disclosure Requirements), 2015				Certificate from the practicing		Certificate from the practicing company secretary was not	The entity was under Corporate Insolvency Resolution Process (CIRP)	Certificate from the practicing

	e Requirem ents), 2015					compa ny secreta ry was not submitt ed within stipulat ed time.		submitted within stipulated time.	vide NCLT, Mumbai by CP (IB) 3657/MB/ C-II/2018 dated 18.02.202 0 and CIRP process was end NCLT, Mumbai order dated 25.01.202 2 and all the Director's power was suspended uring CIRP process	compa ny secret ary was not submit ted within stipula ted time.
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Re- marks

II. I further report that during the review period there was no event of appointment/ reappointment/ resignation of Statutory Auditor of the Company and the Company was in compliance SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:




III. I hereby report that, during the review period the compliance status of the listed entity is appended as below :

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*
1.	<p>Secretarial Standard</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).</p>	NA	<p>The entity was under Corporate Insolvency Resolution Process (CIRP) vide NCLT, Mumbai by CP (IB) 3657/MB/C-II/2018 dated 18.02.2020 and CIRP process was end NCLT, Mumbai order dated 25.01.2022 and all the Director's power was suspended during CIRP process</p>
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	None
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the 	Yes	None

[Handwritten Signature]

SUPRABHAT CHAKRABORTY
 ACS-41030
 CP-15878
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	website.		
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	None
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	NA	None
6.	<p>Preservation of Documents:</p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	None
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	Yes	None
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p>	Yes Na	None



9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.	Yes	None
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued there under except as provided under separate paragraph herein (**).	Yes	None
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	None

Suprabhat Chakraborty
Suprabhat Chakraborty
Practising Company Secretary *

Membership No.: A41030

CP No.: 15878

UDIN: A041030E000392964

PEER REVIEW CERTIFICATE NO.
2284/2022

Place: Kolkata
Date: 26.05.2023

Note: This report is to be read with our letter of even date which is **Annexure A** and form and integral part of this report

Annexure - A

To
MONOTYPE INDIA LTD
CIN: L72900MH1974PLC287552
2, First Floor, Rahimtoola House,
7 Homji Street,
RBI Hornimal Circle,
MUMBAI - 400001

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.



Suprabhat Chakraborty
Practising Company Secretary
Membership No.: A41030
CP No.: 15878
UDIN: A041030E000392964
PEER REVIEW CERTIFICATE NO.
2284/2022

Place: Kolkata
Date: 26.05.2023