

एम एस टी सी
लिमिटेड

(भारत सरकार का उपक्रम)



MSTC
LIMITED

(A Govt. Of India Enterprise)

CIN : U27320WB1964GOI026211

225C, A.J.C BOSE ROAD, KOLKATA - 700 020, INDIA
PHONE : 91-33-2290-0964, 2287-9627 / 7557 / 0568
FAX : 2287-8547/2290-7211/2281-3089, 2287-4915(ERO)
website : www.mstcindia.co.in • www.mstcecommerce.com

27th May, 2019

MSTC/CS/SE/13

1. The Dy. Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 023.
(Scrip Code: 542597)
2. The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai 400 051
(Scrip Code: MSTCLTD)

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report of MSTC Limited for the year ended 31 March 2019

In terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08 Feb 2019, please find enclosed Annual Secretarial Compliance Report duly issued and signed by a Practicing Company Secretary for the year ended 31 March 2019.

This is for your Information and record.

Thanking you,

Yours faithfully,
For MSTC Limited

(Ajay Kumar Rai)
Company Secretary and Compliance Officer



**SECRETARIAL COMPLIANCE REPORT OF MSTC LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2019**

[Pursuant to Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 issued by Securities and Exchange Board of India]

To,
The Members,
MSTC Limited
225/C, ACHARYA JAGADISH BOSE ROAD
KOLKATA - 700020, WEST BENGAL, INDIA

I have examined:

- (a) all the documents and records made available to me and explanation provided by **MSTC 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 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;
- (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; However the regulations are not applicable to this Company during the financial year since the Company has not bought back any of its securities and hence, these regulations have not been considered for the purpose of this report.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; However the regulations are not applicable to this Company during the financial year since the Company does not have any such scheme in operation and hence, these regulations have not been considered for the purpose of this report.
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; However the regulations are not applicable to this Company during the financial year since the Company has not raised any money through debt securities from the public and hence, these regulations have not been considered for the purpose of this report.
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; However the regulations are not applicable to this Company during the financial year since the Company has not raised any money through issue of Non-Convertible and Redeemable Preference Shares and hence, these regulations have not been considered for the purpose of this report.
- (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) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 1993;
- (k) and circulars/ guidelines issued there under;

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 clauses)	Deviations	Observations/ Remarks of the Practicing Company Secretary
Nil	Nil	Nil	Nil

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my 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 there under:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, earning letter, debarment etc.	Observations/ Remarks of the Practicing Company Secretary
Nil	Nil	Nil	Nil	Nil

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous report	Observations made in the Secretarial Compliance Report for the year ended.....(The years are to be mentioned)	Action taken by the listed entity, if any	Observations/ Remarks of the Practicing Company Secretary
-	-	Not Applicable (Since being the first year of implementation of this report)	-	-

Place: Kolkata

Date: 27/05/2019



CS SAUMAYO JYOTI SEAL

FCS: 9766
C. P. No. 11169