



Secretarial Compliance Report of "COMPUTER POINT LIMITED" For the year ended 31.03.2021.

The Board of Directors
Computer Point Limited
1/1B Upper Wood Street
Kolkata 700017

We have examined:

- (a) all the documents and records made available to us and explanation provided by **COMPUTER POINT 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 31.03.2021 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, as amended;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not applicable during the period under report
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended;
- (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; Not applicable during the period under report
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable during the period under report



- (g) Securities and Exchange Board of India (Issue and Listing of Non- convertible and Redeemable Preference Shares) Regulations, 2013; Not applicable during the period under report
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars/ guidelines issued thereunder.

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:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Pursuant to Regulation 13(3) of SEBI (LODR) Regulations 2015, the Company is required to file Quarterly Statement of Investor Complaints within 21 days of the end of that quarter to the Exchange.	The Company has submitted Quarterly Statement of Investor Complaints	The Company has replied that submission is due to inadvertent reason.
2	As per regulation 33 of SEBI LODR Regulations 2015, the listed entity shall submit its financial results in PDF as well as XBRL format for the quarter/Year ended March 2020	The company has not submitted the quarterly financial statements for the quarter ended March 2020. BSE has levied fine of RS 182000/-	As informed to us by the management of the company BSE has conveyed the decision to waive of the penalty.
3	As per Regulation 55A of SEBI (Depositories and Participants) Regulations, 2018 every issuer shall submit audit report on a quarterly basis to the concerned stock exchanges audited by a qualified CA or PCS, for the purposes of reconciliation of the total issued capital, listed capital and capital held by depositories in dematerialized form, the details of changes in share capital during the quarter. The audit report under regulation 76(1) of SEBI (Depositories & Participants)	The Company has not submitted the Reconciliation of Share Capital Audit report in XBRL and PDF format for the quarter ended June 2020.	As informed to us by the management of the company BSE has conveyed the decision to waive of the penalty



	<p>Regulations, 2018 shall also give the updated status of the register of members of the issuer.</p>		
4.	<p>As per Regulation 6(1) of SEBI LODR Regulations 2015, a listed entity shall appoint a qualified company secretary as the compliance officer.</p>	<p>The Company has not appointed the qualified company secretary as the compliance officer for the quarter ended June 2020.</p>	<p>The company is required to ensure compliance with above regulation and ensure to pay the aforesaid fines including GST failing which Exchange shall, pursuant to the provisions of the aforesaid circular, initiate action related to freezing of the entire shareholding of the promoter in this entity as well as all other securities held in the demat account of the promoter. The company is advised to bring the provisions of this Circular to the notice of promoter of the company.</p>
5.	<p>As per Regulation 34(1) of the SEBI LODR Regulations 2015, the listed entity shall submit to the stock exchanges and publish on its website, a copy of the annual report sent to the shareholders along with the notice of the annual general meeting, not later than the day of commencement of dispatch to its shareholders.</p> <p>In the event of any changes to the annual report, the revised copy along with the details of and explanation for the changes shall be sent not later than 48 hours before the annual general meeting.</p>	<p>The company has not submitted the Annual Report (F.Y ended March 2020) within the period prescribed under this regulation.</p>	<p>As informed to us by the management of the company BSE has conveyed the decision to waive of the penalty</p>
6.	<p>Payment of Annual Listing Fees to the recognized stock exchange(s)</p>	<p>The Annual Listing Fee are due for the past two years till date</p>	<p>The company is advised to pay the fees to the stock exchange, erstwhile the promoter shareholding may be</p>



			freezed

(b) The following are the details of actions initiated against the listed entity/ its promoters/ directors/ material subsidiaries by SEBI/Stock Exchanges (under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of Violation	Details of action taken E.g. fines, warning letter, deparment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Limited	Non-compliance with provisions under SEBI (LODR) Regulations, 18(1), 2015, with non-constitution of Audit Committee	Penalty Imposed: Rs.377600/(including GST @ 18 % on basic fine amount of Rs.320000/-)	Company has requested for waiver of penalty and request has been accepted.
2	BSE Limited	Non-compliance with provisions under SEBI (LODR) Regulations, 19(1) / (2) 2015 with regard to non-constitution of nomination & remuneration committee	Penalty Imposed: Rs.107380	Company has requested for waiver of penalty and request has been accepted
3	BSE Limited	Non-compliance with provisions under SEBI (LODR) Regulations, 17(1) 2015 with regard to composition of Board of Directors and failure to appoint woman Director.	Penalty Imposed: Rs.283200/(including GST @ 18 % on basic fine amount of Rs.240000/-)	Company has requested for waiver of penalty and request has been accepted
4	BSE Limited	Non-compliance with provisions under SEBI (LODR) Regulations 27(2), 2015 regarding non-submission of Corporate Governance Report	Penalty Imposed: Rs.290280/(including GST @ 18 % on basic fine amount of Rs.246000/-)	Company has requested for waiver of penalty and request has been accepted
5	BSE Limited	Non-compliance	Penalty Imposed:	The company is



		with the provisions under SEBI (LODR) Regulations, 2015	Rs.108560/(-) including GST @ 18% on basic fine amount of Rs.92000/-	yet to pay off the fine
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Note: BSE, has waived off mostly all penalties earlier imposed on the company for quarterly/half yearly/annual non compliances, in response to the request been made by the company that company operations have been shut down largely on account of pandemic situation. In view of this BSE has waived of penalties

(c) 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 report	Observations made in the secretarial compliance report for the year ended 31.03.2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity

Note: In view of the situation emerging out of the outbreak of COVID-19 pandemic, we could not examine physical documents, records & other paper etc. of the company for the period ended March 31st 2021 and the documents/information required by us were provided through electronic mode.

**For K. Bothra & Associates
 (Company Secretaries)**

Sd/-

**Kuldeep Bothra
 Proprietor**

Place: Kolkata

Date: 30.06.2021

Membership No 37452 CP 15159

UDIN: A037452C000550525

UIN: I2015WB1328600