



Secretarial Compliance Report

PARVATI SWEETNERS AND POWER LIMITED For the year ended 31st March, 2019

I Piyush Bindal have examined:

- All the documents and records made available to us and explanation provided by Parvati Sweetners And Power Limited (CIN: L15421MP2011PLC027287) ("the listed entity"),
- The filings/ submissions made by the listed entity to the **BSE Limited** ("BSE"),
- The Website of the listed entity (<http://www.parvatisweetners.com/cgi-sys/suspendedpage.cgi>) is temporarily suspended therefore it was not examined,
- 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:

- 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 there under, have been examined, include: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;





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- d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;(Not Applicable to the Company during the review period);
- e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018(Not Applicable to the Company during the review period);
- f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014(Not Applicable to the Company during the review period);
- g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008(Not Applicable to the Company during the review period);
- h) 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 review period);
- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (Not Applicable as the Company is not registered as a Registrar to Issue and Share Transfer Agent during the review period);
- j) The Securities and Exchange Board of India (Delisting of Equity Shares) regulations, 2009 (Not Applicable to the Company during the review period);

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 there under, 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.	As per the Regulation 46 of LODR, 2015 the Company has to maintain the functional website containing the information about the listed entity and disseminate the information on its website as prescribed under the Sub Reg (2).	Company website is temporarily suspended due to some technical reason.	Company website is suspended therefore there is violation of Regulation 46.
2.	As per the point no. 7. of the Schedule -III Part A of	Company has not made proper	Company has partially Complied with Such



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	Regulation 30 of the LODR if there is Change in directors, Key Managerial personnel, Auditor and compliance officer they have to make disclosure of such event or information to the stock exchange.	disclosure of all changes made in the management.	<i>regulation requirement.</i>
3.	As per the Regulation 44 (3) of the LODR, 2015 the listed entity have to submit to the stock exchange within 48 hours of conclusion of general meetings, details regarding voting results in the specified format.	The Company has submitted the voting results after the 48 hours of the conclusion of the Annual general meeting.	<i>The company has made delay in submitting the voting results to the stock exchange so it is partial non-compliance of Reg. 44 (3) of the LODR.</i>
4.	As per the Regulation 30(5) of the LODR the listed entity have to authorize one or more key managerial personnel for the purpose of determining materiality of an event or information and for the purpose of making disclosure to the stock exchange under this regulation and the contact details of such personnel shall be disclosed to the stock exchange(s) and as well as on the listed entity website.	The Company has not made the disclosure of the contact details of the authorize person to the stock exchange.	<i>The Company has not made the disclosure of the contact details of the authorize person to the stock exchange and we cannot comment on the details disclosed on the website or not due to the website suspended.</i>

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar 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, warning letter,	Observations/remarks of the Practicing Company Secretary




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			debarment, etc.	
1.	On the 25th July, 2018 Stock exchange suggested to remove the Discrepancies from the shareholding pattern for the quarter ended June, 2018	Discrepancy: Any Other (Non Institutions) Non-Resident Indian (NRI) Category two Times given	--	The company has duly filed the revised Share holding pattern on 27th July, 2018 as per the observation of exchange.
2.	On the 11 th September, 2018 stock exchange has asked for the Disclosure Under SEBI PIT Regulations	During the course of investigation, it was observed that Promoter Mr. Anupam Chouksey has traded in the scrip Parvati Sweetners and Power Ltd (541347) during period 03-Jul-2018 to 02-Aug-2018 and the Company has not made the disclosure of the same.	--	The Company has filed the necessary required disclosures with the exchange under PIT Regulations upon receipt of same from promoter.
3.	On the 26th October, 2018 Stock Exchange observed Non-Compliance under Reg.18(1) with reference to the Corporate Governance Report (Regulation 27(2) of SEBI (LODR) Regulations 2015) submitted for the Quarter ended	Non-Compliance: - Chairperson of Board of Parvati Sweetners and Power Ltd is not a non-executive director but the number of independent directors is 4	Fine of Rs. 2360/- was charged.	The Company has made proper representation to the BSE and there after BSE has successfully waived off the fine of Rs. 2,16,120/- imposed for improper Constitution of Audit committee due to resignation of existing independent directors of PSPL w.e.f.



Piyush

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September, 2018	which is less than half of the BOD strength. Total numbers of directors are 10 on board.	29.09.2018 and therefore the same has been reduced to Rs. 2360/-. The Company has duly paid the fine of Rs. 2360/- for such non-compliance.
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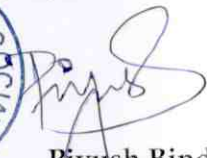
d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial Audit report for the year ended 31 st March, 2018	Action taken by the listed entity, if any	Comments on the Practicing Company Secretary on the actions taken by the listed entity
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Place: Bhopal
Date: 28.05.2019

For Piyush Bindal and Associates
"Company Secretaries"




Piyush Bindal
(Proprietor)
M. No. FCS-6749
C.P. No. 7442

