



# JAYABHARAT CREDIT LIMITED

(Formerly : The Jayabharat Credit & Investment Co. Ltd.) CIN : L66000MH1943PLC003899

JCL:BSE:05.2019

25.05.2019

B.S.E. Limited  
Listing Department  
P.J.Towers Dalal Street,  
Mumbai – 400 001

Dear Sir/Madam,

**Re:- Annual Secretarial Compliance Report for the Financial Year 2018-19**

Pursuant to SEBI vide its circular No. CIR/CFD/CMD 1/27/2019 dated 08.02.2019, please find enclosed herewith the Annual Secretarial Compliance Report dated 23<sup>rd</sup> May, 2019 for the Financial Year 2018-19 issued by M/s. P Mehta & Associates, Practicing Company Secretaries.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

**For JAYABHARAT CREDIT LIMITED**

**AUTHORISED SIGNATORIES**

Encl.: as above



**P. MEHTA & ASSOCIATES**  
Practising Company Secretaries

Secretarial compliance report of Jayabharat Credit Limited for the year ended 31<sup>st</sup> March, 2019.

I, Prashant S. Mehta, Proprietor of P. Mehta & Associates, Practising Company Secretaries, have examined:

- a) all the documents and records made available to me and explanation provided by Jayabharat Credit 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<sup>st</sup> March, 2019 ("Review Period") in respect of compliance with the provisions of:

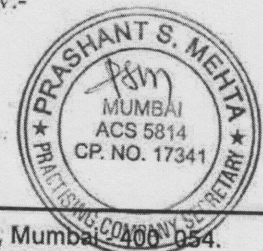
- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities 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;- Not applicable
- 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
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;- Not applicable
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;- Not applicable
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;- Not applicable
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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

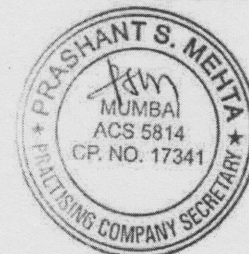
- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-



Sr No	Compliance Requirement (Regulations/Circulars/Guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1	Non-compliance of Regulation 33 of SEBI (LODR) in the year 2016.	Non-filing of Financial Result for the quarter ended 30.06.2016, 30.09.2016, and 31.12.2016 within prescribed time	Due to non-compliances in the year 2016, of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the equity shares of the company listed on BSE Limited had been suspended and the Company's equity shares continue to be suspended for trading. The Company has already made an application to the BSE and is following up with them for the Revocation of suspension of trading and has paid penalty and other fees to revoke the suspension in trading of equity shares. The response of BSE is awaited.

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder 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 thereunder:

Sr No	Action taken by	Details of violation	Details of Action taken E.g. fines, warning letter, debarment etc	Observations/Remarks of the Practicing Company Secretary, if any
1	BSE Limited	Non-filing of Financial Result for the quarter ended 30.06.2016, 30.09.2016, and	A show cause notice was issued by BSE Limited for suspension of trading of the Company for non-filing of Financial results.	The Company's equity shares continue to be suspended for trading. The Company has submitted the application and paid penalty and other fees to revoke the



		31.12.2016 within prescribed time		suspension in trading of equity shares and is awaiting response in this regard from BSE Limited.
--	--	--	--	--

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 reports	Observations made in the secretarial compliance report for the year ended (The years are to be mentioned)	Actions taken by the listed entity, if any	Observations of the Practicing Company Secretary on the actions taken by the listed entity
1	The Company has stopped its business activities, the Company does not have public deposits and has voluntarily surrendered the Certificate of Registration (COR) to Reserve Bank of India (RBI) and response of RBI is awaited.	31.03.2018	The Company has surrendered its Certificate of Registration as NBFC with RBI	The Company is following up with RBI for confirmation of cancellation of its certificate of Registration as NBFC.
2	Due to continuation of non-compliances of Regulations of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with BSE Limited the Company's equity shares continue to be suspended for	31.03.2018	The Company is following up with BSE for revocation of suspension of trading of equity shares of the Company.	The Company has submitted the application to BSE and is following up with BSE for revocation of suspension of trading of equity shares of the Company.



	trading and the Company's equity shares continue to be suspended for trading. The Company has decided to follow the procedure of revocation of suspension of trading and submitted the application and paid penalty and other fees to revoke the suspension in trading of equity shares.			
--	--	--	--	--

For P Mehta & Associates.  
Practicing Company Secretaries

*Prashant S Mehta*

Prashant S Mehta  
(Proprietor)  
ACS No. 5814  
C.P. No. 17341



Date: 23<sup>rd</sup> May, 2019  
Place: Mumbai