

SYSTEMATIX SECURITIES LTD.

Registered Office: 237, Kamalaya centre, 156-A Lenin Sarani, Kolkata (WB), Tel: 033-22157781, Fax No: 033-22155378
Web: www.systematixsecurities.com, E-mail – systematixctor@gmail.com, CIN: L65999WB1986PLC040357

Ref No.: SSL/ 2020-21

Date: 28.07.2020

The Manager (Listing & Corporate Services)
Bombay Stock Exchange Ltd.
Ground Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai
Maharashtra -400001

BSE Code: 531432

Sub: Submission of Annual Secretarial Compliance Report for year ended 31st March, 2020.

Dear Sir,

In compliance of Regulation 24A of SEBI (LODR) Regulations, 2015, please find enclosed Secretarial Compliance Report for year ended 31st March, 2020 submitted by M/s Anil Somani & Associates, Practicing Company Secretary.

Kindly take on record the same.

Thanking you.

Yours faithfully,

For **SYSTEMATIX SECURITIES LTD.**

Sd/-

Rajesh Kumar Inani

Director

DIN: 00410591

Encl: a/a

ANIL SOMANI & ASSOCIATES

Company Secretaries

D-94, 1st Floor, Indra Market, Bhilwara, Rajasthan - 311001

Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Secretarial compliance report of Systematix Securities Ltd. for the year ended 31st March, 2020

1. We have examined:

- (a) all the documents and records made available to us and explanation provided by **Systematix Securities Ltd.** ("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, 2020 ("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");

2. 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;
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

And 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:

S. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 31 of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted quarterly shareholding pattern for the quarter ended 30.06.2019 and 30.09.2019 on 30.10.2019 to BSE Ltd.
2.	Regulation 55/76 - RSCA of SEBI DP	Late Submission	The Company has submitted quarterly Reconciliation of share capital audit report for the quarter ended 30.06.2019 delayed by 1 day BSE Ltd.
3.	Regulation 40 (9) of SEBI (LODR) Regulations, 2015	Late Submission	The Company has delayed submitted PCS certificate for transfer/transmission for the half year ended 31.03.2019 on 03.05.2019 to BSE Ltd.
4.	Regulation 44 of SEBI (LODR) Regulations, 2015	Late Submission	The Company has submitted voting result for AGM 30.09.2019 delayed by 1 day on 03.10.2019 to BSE Ltd.
5.	Regulation 31 (2) of SEBI (LODR) Regulations, 2015	100% promoters holding not in dematerialized form	The promoters of the Company not holding shares in dematerialized form
6.	Regulation 46 of SEBI (LODR) Regulations, 2015	Website of the company is not functional and accessible	Website of the company is not functional and accessible at the



			of our verification
7.	Regulation 47 of SEBI (LODR) Regulations, 2015	Not published advertisements in Newspapers	Not published advertisements in Newspapers as per Regulation 47
8.	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Delayed filing of intimation of closure of trading window	The listed entity has filed intimation of closure of trading window for the quarter ended 30.09.2019 and 31.12.2019 on 04.10.2019 and 04.01.2020 respectively.

(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 our examination of those records.

(c) No action was taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI 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 **except that:**

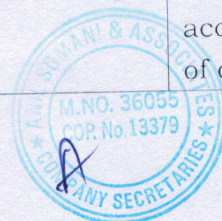
The Company has suspended by the BSE Ltd during the quarter ended March 2019 due to penal reasons and freed demat accounts of promoters of the company.

(d) Reporting on actions to comply with observations made in previous reports.

S. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Action taken	Remarks of the Practicing Company Secretary
1.	Regulation 31 of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted quarterly shareholding pattern for 30-Sep-2018 to BSE Ltd.
2.	Regulation 31 of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted quarterly shareholding pattern for 31-Dec-2018 to BSE Ltd.
3.	Regulation 31 (2) of SEBI (LODR) Regulations, 2015	The Company has obtained	100% promoters holding not



		ISIN and will demat promoters shareholding in demat soon.	dematerialized form
4.	Regulation 33 of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted quarterly/yearly financial results for 31-March-2018 to BSE Ltd.
5.	Regulation 33 of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted quarterly/yearly financial results for 30-Sept-2018 to BSE Ltd.
6.	Regulation 33 of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted quarterly/yearly financial results for 31-Dec-2018 to BSE Ltd.
7.	Regulation 34 of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted annual report for 2017-18 to BSE Ltd.
8.	Regulation 13(3) of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted statement of investor complaints for 30-Sep-18 to BSE Ltd.
9.	Regulation 13(3) of SEBI (LODR) Regulations, 2015	Late Submission	Company has delayed submitted statement of investor complaints for 31-Dec-2018 to BSE Ltd.
10.	Regulation 16(1) of SEBI (LODR) Regulations, 2015	Appointed Company Secretary on 22.04.2019	The Company has Not appointed Company Secretary and compliance officer during Oct-Dec., 2018
11.	Regulation 46 of SEBI (LODR) Regulations, 2015	The Company will soon update website.	Website of the company is not functional and accessible at the time of our verification



12.	Provisions of clause 3(b) the SEBI general order No. 1 of 2015 dated July 20, 2015	The Company has filed revocation application with BSE Ltd.	the suspended company and the depositories shall not effect transfer, by way of sale, pledge, etc., of shares of a suspended company held by promoters /promoter group and directors till three months after the date of revocation of suspension by the concerned recognized stock exchange or till securities of such company are delisted in accordance with the applicable delisting requirements, whichever is earlier
13.	Regulation 47 of SEBI (LODR) Regulations, 2015	No action taken	Not published advertisements in Newspapers as per Regulation 47

The Company has suspended by the BSE Ltd during the quartered ended March 2019. The BSE Ltd has imposed penalty of Rs. 16,18,960/- through email dated 02.04.2019 for above delayed compliances. The Company has paid above penalty on 03.05.2019 to BSE Ltd.

Place: Bhilwara
Date: 24th July, 2020

For **Anil Somani & Associates**
Company Secretaries

Anil Kumar Somani
ACS: 36055
COP: 13379

UDIN number A036055B000491829