

CRESSANDA SOLUTIONS LIMITED

Regd. Off: 307, Maker Bhavan No. III, 21 New Marine Lines, 3rd Floor Mumbai 400020.

Phone: +91-22 32938373 Fax: +91-22 32938373 E-MAIL: cressanda123@gmail.com

CIN: L51900MH1985PLC037036

Date: July 31, 2020

To,
Department of Corporate Service (DCS-CRD),
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Dear Sir / Madam,

Sub: - Annual Secretarial Compliance Report for the financial year ended March 31, 2020 as per regulation 24A of SEBI(LODR)Regulations, 2015.

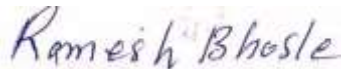
Ref: Cressanda Solutions Limited, Script Code- 512379.

Dear Sir,

As per regulation 24A of SEBI(LODR)Regulations, 2015 read with Circular dated February 8 , 2019 bearing Ref. No. CIR/CFD/CMD I/27/2019, please find enclosed the Annual Secretarial compliance report for the financial year March 31, 2020.

Kindly take the same on your record.

Thanking you,
Yours truly,
For Cressanda Solutions Limited



Ramesh Bhosle
DIN:07952690
Whole Time Director

Encl: as above.



**TARIQ BUDGUJAR & CO.
COMPANY SECRETARIES**

**302 Sahil Faraz Chs Ltd, 100 Feet Pooja Nagar Cross Road, Mira Road East Mumbai
401107 Tel: 9930592240 Email: cstariqbudgujar@gmail.com**

**Secretarial Compliance Report of Cressanda Solutions Limited for
the year ended 31st March, 2020**

To
Board of Directors,
Cressanda Solutions Limited
Office No. 307, 3rd Floor,
Maker Bhavan 3,
21 New Marine Lines,
Churchgate, Mumbai 400020.

I Mohammed Tariq Budgujar, Proprietor of Tariq Budgujar & Co. have examined:

- a) all the documents and records made available to me and explanation provided by **Cressanda Solutions 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, 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");

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 for the period under review.**

- (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 for the period under review.***
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;— ***not applicable for the period under review.***
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - ***not applicable for the period under review.***
- (g) Securities and Exchange Board of India (Issue and Listing of Nonconvertible and Redeemable Preference Shares) Regulations, 2013; - ***not applicable for the period under review.***
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) SEBI (Depositories and Participants) Regulations, 2018 erstwhile SEBI (Depositories and Participants) Regulations, 1996;
- (j) Annual Secretarial audit report and annual secretarial compliance report for listed entities as per SEBI circular CIR/CFD/CMD1/27/2019 dated February 08, 2019;
- (k) Disclosure of reasons for delay in submission of financial results by listed entities as per SEBI circular CIR/CFD/CMD-1/142/2018 dated November 19, 2018;
- (l) Standardised norms for transfer of securities in physical mode SEBI/HO/MIRSD/DOS3/CIR/P/2018/139 dated November 6, 2018;
- (m) Strengthening the Guidelines and Raising Industry standards for RTAs, Issuer Companies and Banker circular no. SEBI/HO/MIRSD/DOS3/CIR/P/2018/115 dated July 16, 2018 read with SEBI circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018;
- (n) Standard Operating Procedure for suspension and revocation of trading of specified securities circular no. SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 3, 2018;
- (o) System-driven Disclosures in Securities Market as per SEBI circular SEBI/HO/CFD/DCR1/CIR/P/2018/85 dated May 28, 2018;
- (p) Monitoring of Foreign Investment limits in listed Indian companies SEBI circular IMD/FPIC/CIR/P/2018/74 dated April 27, 2018 read with SEBI Circular No. IMD/FPIC/CIR/P/2018/61 dated April 5, 2018
- (q) Disclosures by listed entities of defaults on payment of interest/ repayment of principal amount on loans from banks / financial institutions, debt securities, as per SEBI circular CIR/CFD/CMD/93/2017 dated August 4, 2017;
- (r) Database for Distinctive Number (DN) of Shares as per SEBI circular SEBI/HO/MRD/DOP2DSA2/CIR/P/2019/87 dated August 01, 2019;
- (s) Disclosure of significant beneficial ownership in the shareholding pattern as per SEBI circular SEBI/HO/CFD/CMD1/CIR/P/2019/36 dated March 12, 2019;
- (t) Resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI circular CIR/CFD/CMD1/114/2019 dated October 18, 2019

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

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.	Regulation 24(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Secretarial audit Report for the year ended March 31, 2019 submitted beyond stipulated time limit.	delay for submission
2	Regulation 33(2a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	While placing the financial results before the board of directors, the chief executive officer has not certified.	The said certificates were signed by CFO only.
3	Regulation 31 2 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The shareholding of promoter is not hundred percent in dematerialized form.	Non-Compliance
4.	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	No Advertisements in Newspapers	Non-Compliance of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
5.	Regulation 6(4) of SEBI (Prohibition of Insider Trading) Regulations, 2015	The disclosures made under this Chapter shall be maintained by the company, for a minimum period of five years, in such form as may be specified	Not maintained for the financial years 2013-14, 2014-15, 2015-16, and 2016-17.
6	Regulation 30 2 Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.	One of the promoters together with persons acting in concert with him, has not disclose their aggregate shareholding and voting rights as 31 st March 2018 and 2019.	Non-Compliance
7	Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The listed entity has submitted to the stock exchange, details regarding the voting results after 48 hours of conclusion of its Annual General Meeting.	Submitted on 30-05-2019 with delay.
8	Standardised norms for transfer of securities in physical mode SEBI/HO/MIRSD/DOS3/CIR/P/2 018/139 dated November 6, 2018	Not Complied with Standardised norms for transfer of securities in physical mode SEBI/HO/MIRSD/DOS3/CIR/P/2 018/139 dated November 6, 2018	Non-Compliance
9	Strengthening the Guidelines and Raising Industry standards for RTAs, Issuer Companies and Banker circular no. SEBI/HO/MIRSD/DOS3/CIR/P/2 018/115 dated July16, 2018 read with	Not Complied with SEBI/HO/MIRSD/DOS3/CIR/P/2 018/115 dated July16, 2018 read with SEBI circular No. SEBI/HO/MIRSD/DOP1/CIR/P/ 2018/73 dated April 20, 2018,	Non-Compliance

SEBI circular No. SEBI/HO/MIRSD/DOP1/CIR/P/ 2018/73 dated April 20, 2018,		
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- (a) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those record.
- (b) 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	The Bombay Stock Exchange	Late submission of Shareholding pattern for the Quarter ended September 2018.	Fine of Rs. 2360/- imposed on 09/11/2018	As of the signing of this report, the Company has not yet paid.
2	The Bombay Stock Exchange	Late submission of statement on Investor Complaints for the Quarter ended September 2018.	Fine of Rs. 1180/- imposed on 09/11/2018	As of the signing of this report, the Company has not yet paid.
3	The Bombay Stock Exchange	Non-Submission of Annual Report for the year ended March, 2018	Fine of Rs. 37760/- imposed on 16/11/2018	As of the signing of this report, the Company has not yet paid.
4	The Bombay Stock Exchange	Late-Submission of financial results for September 2018	Fine of Rs. 5900/- imposed on 30/11/2018	As of the signing of this report, the Company has not yet paid.
5	The Bombay Stock Exchange	Late submission of Shareholding Pattern for December 2018	Fine of Rs. 2360/- imposed on 06/02/2019	As of the signing of this report, the Company has not yet paid.
6	The Bombay Stock Exchange	Non-appointment of Compliance Officer (Reg.6(1) of SEBI LODR 2015) for Quarter ended Dec-2018	Fine of Rs. 108560/- imposed on 12/02/2019	As of the signing of this report, the Company has not yet paid.
7	The Bombay Stock Exchange	Show Cause Notice for non-payment of arrears of Annual Listing Fees	A notice was given to the Company to show-cause within 7 working days from the receipt of the present as to why, in the light of the violation, appropriate action(s) should not be taken against the Company.	Arrears of Annual Listing Fees paid and default made good.
8	The Bombay Stock Exchange	Noncompliance with Regulation 6(1) for March 2019	Fine of Rs. 83780/- imposed on 14/05/2019	As of the signing of this report, the Company has not yet paid.
9	The	A Show Cause Notice dated	SEBI Adjudication Order No.	Rs. 1,50,000/-

Securities and Exchange Board of India	August 07, 2018 (herein after referred to as 'SCN') was issued to the Notice under Rule 4 (1) of the Adjudication Rules to show-cause as to why an inquiry should not be initiated against the Notice and why penalty should not be imposed upon it under Section 15HB of the SEBI Act for its alleged failure to comply with the directions issued by Whole Time Member of SEBI vide order dated March 22, 2016.	EAD-8/KS/AA/AO/208/2018-19 Under Section 15-I Of Securities and Exchange Board of India Act, 1992 Read with Rule 5 Of SEBI (Procedure for Holding Inquiry And Imposing Penalties By Adjudicating Officer) Rules, 1995.	
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(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 reports	Observations made in the secretarial compliance report for the year ended March 2019. (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Not Applicable	Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Annual Report for financial year 2017-18 not published on its website.	The Company has uploaded the same.	Complied during the year.
2.	Not Applicable	Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Qualified Company Secretary as the Compliance officer not appointed by Company	Qualified Company Secretary as the compliance officer appointed on 11-03-2019.	Complied.

3	Not Applicable	Regulation 30 4 ii of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Policy for determination of materiality is not on its website.	The Company has uploaded the same.	Complied during the year.
4	Not Applicable	Regulation 30 5 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Details of Key Managerial Personnel for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) is not on website	The Company has uploaded the same.	Complied during the year.
5.	Not Applicable	Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015 Not publish on its official website	The Company has uploaded the same.	Complied during the year.
6.	Not Applicable	Regulation 8 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015. Has Not publish on its official website, a code of practices and procedures for fair disclosure of unpublished price sensitive information.	The Company has uploaded the same.	Complied during the year.

7	Not Applicable	Regulation 30 8 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 All such events or information which has been disclosed to stock exchange(s) and disclosures is not hosted on the website of the Company for a minimum period of five years and the thereafter as per the archival policy,	The Company has uploaded the same.	Complied during the year.
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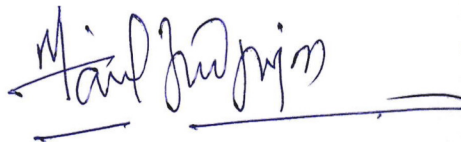
Note:

1. This report is based on the following: -

- a) Data received from the Company partially through electronic mode as physical verification of the data and corresponding documents from the month of February 2020 could not be accessed during the course of audit due to the ongoing nationwide lockdown on account of COVID-19 pandemic.
- b) Compliances required to be done by the Company during the Financial Year ended 31st March, 2020 (i.e. the period covered for the purpose of this Report is from 01st April, 2019 to 31st March, 2020)

2. There was no event of appointment/ re-appointment/ resignation of statutory auditor of the Company during the review period and the Company has suitably modified the terms of appointment of its existing statutory auditor to comply with clause 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 issued by SEBI.

**For TARIQ BUDGUJAR &
CO.,
COMPANY SECRETARIES**




**MOHAMMED TARIQ BUDGUJAR
(Proprietor)
AOC: 47471 COP: 17462
UDIN : A047471B000539094
MUMBAI
30.07.2020**