

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: 29th June, 2021

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, 2021 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, 2021.

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**

**002, Building No. 05, Radiant Society Back Road, Mira Road East
Mumbai 401107 Email: cstariqbudgujar@gmail.com**

Secretarial Compliance Report of Cressanda Solutions Limited for the year ended 31st March, 2021

To,
The 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. Practicing Company Secretaries 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, 2021** ("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.
- (u) Framework for listing of Commercial Paper as per SEBI circular SEBI/HO/DDHS/DDHS/CIR/P/2019/115 dated 22nd October 2019 read with Noncompliance with provisions related to continuous disclosures as per SEBI Circular no. SEBI/HO/DDHS/DDHS/CIR/P/2020/231 dated November 13, 2020.
- (v) Disclosure of standardizing reporting of violations related to code of conduct under SEBI (PIT), 2015 as per SEBI Circular HO/ISD/ISD/CIR/P/2019/82 dated 19th July, 2019.
- (w) Violation of Insider Trading SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020.
- (x) E-VOTING Facility as per SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020.
- (y) Operational guidelines for Transfer and Dematerialization of re-lodged physical shares as per SEBI Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 07, 2020.
- (z) Handling of Scores Complaints as per SEBI Circular No. SEBI/HO/OIAE/IGRD/CIR/P/2020/152 dated 13 August, 2020.
- (aa) Automation of System Driven Disclosures as per SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 09, 2020.

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:

and based on the above examination, I 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 6(1) of SEBI (LODR) Regulation, 2015	The Company has not appointed qualified Company Secretary cum Compliance officer for the Quarter ended March 2020.	The Company has appointed qualified Company Secretary cum Compliance officer w.e.f. 7th July, 2020.

2.	Regulation 14 of SEBI (LODR) Regulation 2015	Payment made on 30-12-2020 Annual Listing fees for the period 2020-2021	With delay of 9 months.
3.	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.
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.	Strengthening the Guidelines and Raising Industry standards for RTAs, Issuer Companies and Banker circular no. SEBI/HO/MIRSD/DOS3/CIR/P/2018/115 dated July16, 2018 read with SEBI circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018,	The Company has not complied during the year 2018-2019, 2019-2020 and 2020-2021.	Non-Compliance

(b) 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.

(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	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 Securities and Exchange Board of India	A Show Cause Notice dated 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.	SEBI Adjudication Order No. 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.	Rs. 1,50,000/- The company has paid the said penalty.

10	The Bombay Stock Exchange	Non-compliance with Regulation 6(1) of SEBI (LODR) Regulation, 2015 for the Quarter ended March 2020.	Fine of Rs.1,07,380(Rupees One Lacs Seven Thousand Three Hundred Eighty Only)	As of the signing of this report, the Company has not yet paid.
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

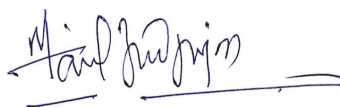
Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance report for the year ended March 2020. (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Qualified Company Secretary as the compliance officer not appointed by Company	Qualified Company Secretary as the compliance officer appointed on 11-03-2019.	The Company has appointed Qualified Company Secretary as the compliance officer appointed on 11-03-2019	Complied as per
2.	While placing the financial results before the board of directors, the chief executive officer has not certified.	The said certificate was signed by Chief Executive officer of the Company	The Company is in the process of Appointment of Chief Executive Officer of the Company as per regulation 33(2a) of SEBI (LODR) Regulations 2015	The Company is in the process of Appointment of Chief Executive Officer of the Company as per regulation.
3.	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 No Advertisements in Newspapers.	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 No Advertisements in Newspapers.	The Company is in the process of complied the said regulation.	Non-Compliance under Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4.	Standardised norms for transfer of securities in physical mode SEBI/HO/MIRSD/DOS3/CIR/P /2 018/13'1 dated November 6, 2018	Not Complied with Standardised norms for transfer of securities in physical mode for the year 2018-2019 and 2019-2020	As informed by RTA not yet received any transfer request	As informed by the Company not yet received any transfer request during the financial year.
5.	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 SEBI circular No. SEBI/HO/MIRSD/DOP1/CIR/P / 2018/73 dated April 20, 2018,	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,	The Company has not complied the during the year 2018-2019, and 2019-2020. The Company is in the process of complied the said amendment.	Non-Compliance

Note:

1. This report is based on the following: -
 - a) This report is based on the data received through electronic mode. Physical verification of the data and corresponding documents could not be accessed due to COVID-19 pandemic and restrictions imposed by the Maharashtra Government and local authorities.
 - b) Compliances required to be done by the Company during the Financial Year ended 31st March, 2021 (i.e., the period covered for the purpose of this Report is from 01st April, 2020 to 31st March, 2021).
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)**

ACS: 47471 COP: 17462

Place: Mumbai

Date: 29.06.2021

UDIN: A047471C000536003