



CS NIKUNJ KIRI

**B.Com, ACS, LL.B(Gen),
Practicing Company Secretary**

**302, Annapurana Jyoti, near Om Shanti Chowk,
Indralok phase 3, Bhayander (East) Thane-401105**

**SECRETARIAL COMPLIANCE REPORT OF CONTROL PRINT LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2021**

[Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated February, 08, 2019]

I have examined:

- (a) all the documents and records made available to me and explanation provided by **Control Print Limited** ("the listed entity") through digital mode,
- (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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

As per representations made by the management and relied upon by me, during the period under review, provisions of the following regulations were not applicable to the Company:

- (a) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (b) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (c) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;



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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 Requirements (Regulations / circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 17 (1)(a) of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015	Non appointment of Independent Women Director for period from 01/04/2020 to 29/06/2020	Board of directors of the top 1000 listed entities shall have at least one independent woman director by April 1, 2020. The Company has appointed independent woman w.e.f. 30.06.2020

(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) As per representations made by the management and relied upon by me, 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 letters, debarment etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE	Non-Compliance of Regulation 17(1) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 – Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director	BSE levied fine of Rs. 5,000 per day (computed till quarter ended June 30, 2020)	The Company has paid total fine of Rs. 5,31,000/- inclusive of GST of Rs.81,000/- on 25.08.2020 to BSE



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2	NSE	Non-Compliance of Regulation 17(1) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 - Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director	NSE levied fine of Rs. 5,000 per day (computed till quarter ended June 30, 2020)	The Company has paid total fine of Rs. 5,31,000/- inclusive of GST of Rs.81,000/- on 25.08.2020 to NSE
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observation of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Few instance found where delivery of share certificate(s) in respect of request received from shareholders relating to Transfer, Transmission and Duplicate were not delivered within the prescribed time limit.	31.03.2020	The Company has device a mechanism for timely dealing in request received from shareholders.	The Company has taken appropriate step.

For Nikunj Kiri

Practicing Company Secretary

CS Nikunj Kiri

Proprietor

ACS 30788 C. P. No.: 13964

UDIN: A030788C000163241

Date: 23.04.2021

Place: Bhayander



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This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.



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Annexure A

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of applicable laws, rules and regulations is the responsibility of management. My examination was limited to the verification of procedures on test basis.
5. The Compliance report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
6. I have not carried out the physical verification of any records due to prevailing conditions of COVID-19 in the country. I have relied on the records as made available by the Company through digital mode as well as I have also relied on the Management representation made by the Company.

**For Nikunj Kiri
Practicing Company Secretary**

**CS Nikunj Kiri
Proprietor**

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