

ISMT LIMITED
Solutions You Can Trust

ISMT/SEC/22-23

May 24, 2022

Listing Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai- 400001
Scrip Code:532479

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1,G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400051
Symbol: ISMTLTD

Dear Sirs,

Subject: Annual Secretarial Compliance Report - FY Ended March 31, 2022

In terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Annual Secretarial Compliance Report of the Company for FY ended March 31, 2022.

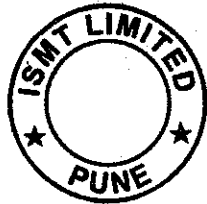
Kindly take the same on your record.

Thanking you,

Yours faithfully,
For **ISMT Limited**

Chetan Nathani

Chetan Nathani
Company Secretary
Encl.: As Above



Corporate & Registered Office
Panama House (Earlier known as Lunkad Towers),
Viman Nagar, Pune - 411 014, India.
Phone : +91 20 41434100 / 66024901 - 04 | Fax : +91 20 26630779
www.ismt.com
CIN : L27109PN1999PLC016417



E-mail id: secretarial@ismt.co.in

SECRETARIAL COMPLIANCE REPORT
(Pursuant to the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019)
of
ISMT LIMITED
(CIN: L27109PN1999PLC016417)
For the year ended 31st March 2022

We have examined:

- (a) all the documents and records made available to us and explanation provided by ISMT Limited (CIN: L27109PN1999PLC016417) (“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 2022 (“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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended from time to time); to the extent applicable to the Company.
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (as amended from time to time); **Not Applicable during the period under review.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (as amended from time to time); **Not Applicable during the period under review.**



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (as amended from time to time); **Not Applicable during the period under review.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (as amended from time to time); **Not Applicable during the period under review**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (as amended from time to time); **Not Applicable during the period under review**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time);
- (i) Securities and Exchange Board of India (Depositories Participants) Regulations, 1996 (as amended from time to time);
- (j) Other regulations as applicable circular/guideline issued thereunder

And based on the above examination, we hereby report that, during the period under review:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, 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 31(2) of Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation, 2015	One of the members of the Promoter Group holding 23,527 share aggregating to 0.01% of the total share capital of the company is not in dematerialize form	Misrilall Properties P Ltd., the member of Promoter group holding 23,527 shares aggregating to 0.01% of the total share capital of the company is holding the said shares in physical form.



- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my/our 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 there under:

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 & NSE	<p>Regulation 33 of SEBI (LODR), 2015</p> <p>There was delay of 12 days in submission of Annual Audited Standalone & Consolidated Financial Statement along with Audit Report for the year ended 31st March 2021 to Stock Exchanges</p> <p>Also, there was a delay of 21 days in submission of Quarterly unaudited Standalone and Consolidated Financial Results along with the</p>	<p>The Company has paid necessary fine of amounting to INR 70,800/- (Indian Rupees Seventy Thousand Eight Hundred only) including GST to each of Stock Exchange.</p> <p>The Company has paid necessary fine of amounting to INR 1,23,900/- (Indian rupees One Lakh Twenty Three Thousand and Nine Hundred</p>	<p>As informed by the Company, there was delay in submitting the Financial Results for 31st March, 2021 & 30th September, 2021 due to delay in Financial Statements of Foreign Subsidiaries of the Company & delay in finalizing the Financial results, respectively.</p> <p>The Fine was duly paid by the Company to NSE & BSE.</p>



		Limited Review Report for the quarter ended 30 th September 2021.	only) including GST to each of Stock Exchange.	
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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 31 st March, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	<ul style="list-style-type: none"> Misrilal Properties Pvt. Ltd., Promoter Group holding 23,527 shares or 0.02% of the total share capital of the Company is holding the said shares in Physical Form The Company has informed that this entity was classified as Promoter Group by virtue of being related to Promoter Late Mr. AK Jain who was also a Director of the Company but not actively involved in day to day of affairs of the Company Mr. A K Jain passed away on April 12, 2013. The Company is now taking steps to 	Misrilal Properties P Ltd. Member of Promoter group holding 23,527 share aggregating to 0.02% of the total share capital of the company is holding the said shares in physical form.	The Company is following up with Misrilal Properties Pvt. Ltd. to either dematerialize the shares or apply for reclassification from Promoter to Public Category.	The Company is following up with Misrilal Properties Pvt. Ltd. to either dematerialize the shares or apply for reclassification from Promoter to Public Category.



	reclassify them from Promoter to Public category			
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(e) The Company has complied with para 6(A) and 6(B) of the SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019: During the period under review there were no event of resignation/appointment of statutory auditor.

*For KPRC & Associates
Company Secretaries*



*CS Kuldeep Ruchandani
Partner
C.P. No. 8563
FCS 7971*

Date: - 18th May, 2022

Place: - Pune

UDIN: F007971D000342107

