



MOHIT MEHTA & ASSOCIATES

Company Secretaries

Secretarial Compliance Report of ABM International Limited for the year ended March 31, 2022

(Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 February 08, 2019)

I, Mohit Mehta, Practicing Company Secretary, Proprietor of M/s **Mohit Mehta & Associates, Company Secretaries** have examined:

- all the documents and records made available to us and explanation provided by **M/s ABM International Limited** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended **March 31, 2022** ("Review Period") in respect of compliance with the provisions of:

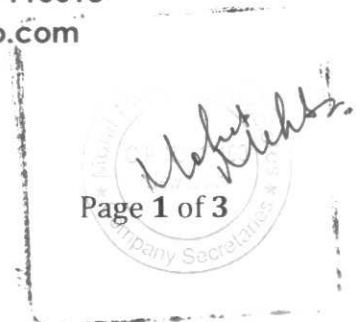
- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the Audit Period).**

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- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the Audit Period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) and other regulations as applicable and circulars/guidelines issued thereunder;
- 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:-

S No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks
NONE			

- 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 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 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.
NONE				



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... (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
NONE				

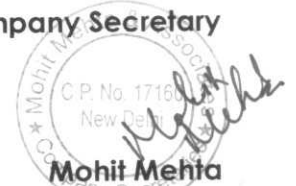
The Board of Directors at their meeting held on August 22, 2020, approved the Scheme for Reduction of Capital under Section 66 of the Companies Act, 2013. Pursuant to Section 110 of the Companies Act, 2013 and the Rules provided thereunder the Company Obtained Member's approval for Reduction of Equity Share Capital of the Company through postal Ballot concluded on 27th December, 2020.

Further, The Company had filed the petition with the Honorable National Company Law Tribunal, New Delhi Bench on 9th January, 2021 for Reduction of Equity Share Capital under Section 66 of the Companies Act, 2013 read with NCLT (Procedure for Reduction of Share Capital) Rules, 2016. The Honorable NCLT vide its order dated 6th July, 2021 has reduced the Equity share Capital of the Company from Rs. 11,76,00,000/- (Rupees Eleven Crores Seventy-Six Lacs Only) divided into 1,17,60000 (One Crore Seventeen Lacs Sixty Thousands) equity shares of Rs. 10/- each to Rs. 94080000 (Nine Crore Forty Lacs Eighty Thousand) divided into 9408000 (Ninety Four Lacs Eight Thousand) equity shares of Rs. 10/-.

The Company had fixed 28th July, 2021 as the Record date for the purpose of giving effect to the Reduction of Capital as approved by Honorable NCLT. Subsequently the Company had obtained Listing and Trading approval from National Stock Exchange Limited pursuant to Reduction of Capital vide its letter dated 20th August, 2021 and 7th September, 2021 respectively for Listing and Trading of 9408000 Equity Shares of Rs. 10/- each bearing Distinctive nos. 1 -9408000.

Date: 04/05/2022
Place: New Delhi

**For Mohit Mehta & Associates
Practicing Company Secretary**



Mohit Mehta
M.NO:F11824, COP: 17160
PR:1944/2022
UDIN: F011824D000266914