



# MOHIT MEHTA & ASSOCIATES

Company Secretaries

## Secretarial Compliance Report of ABM International Limited for the year ended March 31, 2021

(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, 2021** ("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
1.	Provisions of Regulation 17(1)(c) regarding appointment of 6 directors.	--	The Compliances were achieved after appointment of Mr. Premendra Ojha, Independent Director w.e.f 11.08.2020
2.	Delay Submission of Corporate Governance Report for the Quarter Ended 30 <sup>th</sup> June, 2020 under Regulation 27(2) of SEBI LODR.	--	The compliance was achieved by Company after submitting the Corporate Governance report for quarter ended June 30, 2020 on July 17, 2020.

- 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.	Observation s/ remarks of the Practicing Company Secretary,

				<b>if any.</b>
1.	National Stock Exchange of India Limited	The company falls under top 2000 Company and provisions of Regulation 17 regarding appointment of 6 directors become applicable to the w.e.f from 01.04.2020	NSE imposed fine for the period from 01.04.2020 to 10.08.2020 i.e till date of compliance	The Compliances were achieved after appointment of Mr. Premendra Ojha, Independent Director w.e.f 11.08.2020.
2.	National Stock Exchange of India Limited	Delay in submission of Corporate Governance Report for the quarter ended June 30, 2020	The NSE has imposed fine for requirements of Regulation 27(2) for delay in submission of Corporate Governance Report for quarter ended June 30, 2020 by two day	The compliance was achieved by Company after submitting the Corporate Governance report for quarter ended June 30, 2020 on July 17, 2020.

d) The listed entity has taken the following actions to comply with the observations made in previous reports

<b>Sr. No.</b>	<b>Observations of the Practicing Company Secretary in the previous reports</b>	<b>Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)</b>	<b>Actions taken by the listed entity, if any</b>	<b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>
NONE				

Date : 25/06/2021  
Place: New Delhi

For Mohit Mehta & Associates  
Practicing Company Secretary

  
Mohit Mehta

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