



KAMLESH M. SHAH & CO.

B.COM . LL.B. . A.C.S.

Since - 1993
PEER REVIEWED

PRACTICING COMPANY SECRETARY

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**SECRETARIAL COMPLIANCE REPORT OF MISHTANN FOODS LIMITED
FOR THE YEAR ENDED MARCH 31, 2020**

I Kamlesh M. Shah have examined:

- (a) all the documents and records made available to us and explanation provided by the **MISHTANN FOODS LIMITED** (CIN: L15400GJ1981PLC004170) ("the listed entity");
- (b) the filings / submissions made by the listed entity to the stock exchanges;
- (c) Website of the listed entity; and
- (d) any other document / filing, as may be relevant, which has been relied upon to make this certification;

for the year ended **March 31, 2020**, ("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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(NOT APPLICABLE DURING THE YEAR)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(NOT APPLICABLE DURING THE YEAR)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(NOT APPLICABLE DURING THE YEAR)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(NOT A PPLICABLE DURING THE YEAR)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars / guidelines issued thereunder; and based on the above examination, I / We 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 Requirement (Regulations / Circulars / Guidelines including Specific Clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
NO OBSERVATION			

- (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/our examination of those records.
- (c) The following are the list of actions against 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.	SEBI: During the year under review, the Company has received an order dated February 20, 2020 with regard to failure to resolve Investors Complaints timely.	failure to resolve Investors Complaints timely	1.The Company is warned to be careful in resolving the investors' complaints within the time line as specified in the circulars issued by SEBI from time to time. 2.The Company is directed to take urgent steps to resolve those pending complaints and file a satisfaction report to SEBI within a period of 45 days from the date of this order.	The Company has resolved and filed ATR for the Complaints the hearing was conducted and for the pending Complaints, the Company is striving hard to resolve, however due to COVID-19 Pandemic there is some delay.
2.	BSE Limited	Non-compliance with the provisions of Regulation 17(1) with regard to the board of directors of the top 1000 listed entities shall comprise of not less than six directors.	The BSE has levied penalty of Rs. 5,31,000/- on the Company.	The Company has paid the penalty under protest.

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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 for the year	Observations made in the Secretarial Compliance Report for the Year Ended March 31, 2020	Actions Taken by the Listed Entity, if any	Comments of the Practicing Company Secretary on the Actions taken by the listed Entity.
1.	The Company has made Correspondence to the complainant for redressal of Investor grievance.	The Company is striving hard to resolve the pending complaints, however due to COVID-19 Pandemic there is some delay.	The Company is striving hard to resolve the pending complaints, however due to COVID-19 Pandemic there is some delay.	The Company is striving hard to resolve the pending complaints, however due to COVID-19 Pandemic there is some delay.

Place: Ahmedabad

Date: JULY 28, 2020

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For Kamlesh M. Shah & Co.,
Practicing Company Secretaries

Kamlesh M. Shah

Kamlesh M. Shah

(Proprietor)

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