



RICHA SHUKLA, M.Com, ACS
Practicing Company Secretary

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Secretarial compliance report for the year ended 31st March, 2020

I, **Richa Shukla, Practicing Company Secretary**, have examined:

- (a) all the relevant documents and records made available to us and explanation provided by M/s **L C C Infotech Limited** (CIN: L72200WB1985PLC073196 and having Registered office at P- 16, C.I.T. ROAD, P. S. Entally, Kolkata – 700014, West Bengal)
- (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, 2020, 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;
- ~~(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;~~
- ~~(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;~~
- ~~(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;~~
- ~~(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;~~
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) 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 generally complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

| SL. No | Compliance Requirement (Regulations/ circulars / guidelines including specific clause) | Deviations | Observations/ Remarks of the Practicing Company Secretary |
|--------|--|--|---|
| 1 | Payment of Listing Fees/ Charges as applicable U/R 14 of the SEBI (LODR), 2015 | Listing Fees & other necessary charges due to M/s NSE Ltd & BSE Ltd, for the FY 2019-20 were not paid. | Listing Fees & other necessary charges due to both M/s NSE Ltd & BSE Ltd, for the FY 2019-20 in violation to SEBI & Exchange Regulations |
| 2 | Submission of Financial Results U/R 33(3) of the SEBI (LODR), 2015 | Delay of 2-3 days on two occasions in furnishing the submissions u/r 33(3) of the SEBI (LODR), 2015 | Complied with nominal delays, the requirements of regulation 33(3) of SEBI LODR, 2015 |
| 3 | Informing the Stock Exchange about the Change in Board of Directors U/R 68(2) of the SEBI (LODR), 2015 | Resignation of Mr. Praveen Jain and Mr. Gopal Krishna Gupta was not informed to Stock Exchanges. Furthermore, the Regularization of Mr. Rajat Sharma and Mr. Mayur Paresh Shah as Director of the Company was also not reported. | Not all the changes in the Board of Directors of the Company were reported to Stock Exchanges thereby violating the provisions of Regulation 68(2) of the SEBI (LODR), 2015 |

- (b) The Company has been facing suspension from trading at NSE as well as BSE.
- (c) Subject to the aforesaid observations, 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.
- (d) No actions were 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.
- (e) The listed entity has taken the following actions to comply with the observations made in previous reports: N.A.
- (f) During the year under review,
- Mr. Rajat Sharma was appointed as Independent Director w.e.f. 14.08.2019. His appointment was later regularized in the next Annual General Meeting of the Company held on 28.09.2019.
 - Mr. Mayur Paresh Shah was appointed as Independent Director



w.e.f.20.08.2019. His appointment too was regularized in the next Annual General Meeting of the Company held on 28.09.2019.

- Both Mr. Praveen Jain and Mr. Gopal Krishna Gupta resigned from Directorship of the Company w.e.f. 14.08.2019
- Mr. Vineet Jain was appointed as Company Secretary w.e.f. 1st December, 2019.

Subject to the 3rd observations stated in point (i)(a), the Company in respect of aforesaid events generally complied with necessary formalities.

CAVEAT:

- For the purpose of this report, I have used information obtained from the Management, which I believe to be reliable and my opinions are dependent on such information being complete and accurate in all material aspects. Accordingly, I cannot accept any responsibility or liability for any losses occasioned to any party relying on this opinion, as a result of my reliance on such information.*
- My work did not involve any financial audit which is conducted in accordance with generally accepted auditing or accounting standards.*
- The data & figures mentioned in this report is as per the unaudited financial results for the financial year ended 31.03.2020.*
- Due to outbreak of Pandemic COVID 19, and the consequent lockdown prevailing all over country, I could not personally visit the office of the Company and physically verify any of the records & registers of the Company. However, I have extensively relied on the e-documents/ information mailed to me by the officials of the Company and public documents available at MCA portal and Stock Exchange portal of NSE & BSE.*
- We were unable to verify the disclosures & submissions at the website of the Company on the date of Audit i.e, 04th July, 2020, which the Company is required to maintain under various Stock Exchange Norms and that the alleged glitch was not resolved till date. We were informed that the relevant contents of the website of the Company were temporarily unavailable and that the same could not be restored before the issuance of this certificate due to lack of manpower and other factors, circumstanced due to outbreak of Pandemic COVID 19. Hence, we are unable to comment on the same.*

Without Prejudice,

Date:27th July, 2020



Place: Pune

Signature: *Richa Shukla*

Ms. Richa Shukla

C.P. No.: 15080, Membership No. 40547

UDIN: A040547B000513393