

Prachi Todi

Company Secretaries
33C, Satish Mukherjee Road,
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**SECRETARIAL COMPLIANCE REPORT
OF
ASIAN TEA AND EXPORTS LTD**

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021
[Pursuant to Circular No. CIR/CFD/CMDI/27/2019 dated 08/02/2019 issued by
Securities and Exchange Board of India]

To
The Members,
Asian Tea and Exports Ltd
Sikkim Commerce House
4/1 Middleton Street
Kolkata - 700071,

I, Prachi Todi, Company Secretary in Practice have examined:

- (a) all the documents and records made available to me and explanation provided by **M/S ASIAN TEA AND EXPORTS LTD** ("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 on 31st March, 2021 ("Review Period") in respect of compliance with the provisions of:
 - (i) the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, guidelines issued thereunder; and
 - (ii) 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



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- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;
- (e) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;
- (f) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (h) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **-Not Applicable for the review period**
- (i) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **-Not Applicable for the review period**
- (j) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **-Not Applicable for the review period**
- (k) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **-Not Applicable for the review period**
- (l) Clause 6(A) and 6(B) of the SEBI circular no. CIR/CFD/CMD1/114/2019 dated 18th October, 2019.

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:-

Sl. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD-1/142/2018 dated 19 th November, 2018.	The Company had conducted its Board Meeting for Approval of Quarterly Financial Results for the quarter ended 30 th June, 2020 on 07 th January 2021, for the quarter and half year ended 30 th September, 2020 on 13 th January, 2021, for the quarter ended 31 st December, 2020 on 19 th February, 2021 i.e., beyond the stipulated time period.	Adequate disclosures had been given specifying the reasons for delay in submission of financial results to the concerned stock exchanges pursuant to SEBI Circular No. CIR/CFD/CMD-1/142/2018 dated 19 th November, 2018.
2.	Regulation 34 of the	The Company had filed its	The Listed Entity shall



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	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Annual Report with the concerned stock exchanges for the financial year ending on 31 st March 2020, on 02 nd December 2020, i.e., beyond the stipulated time period.	submit to the stock exchange a copy of the annual report sent to the shareholders along with the notice of the annual general meeting not later than the day of commencement of dispatch to its shareholders. The Annual Report submitted to the Stock Exchange was beyond the date of dispatch.
3.	Regulation 14 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	The Company had delayed its payment of Listing Fees to the Calcutta Stock Exchange.	The Company had delayed its payment of Listing Fees to the Calcutta Stock Exchange.
4.	Regulation 74(5) of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.	The Company had not filed its Certificate under Regulation 74(5) for the quarter ended 30 th June, 2020, within the stipulated time period.	The Company had not filed its Certificate under Regulation 74(5) for the quarter ended 30 th June, 2020, within the stipulated time period.

(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:

Sl. 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.
Not Applicable				



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(d) The Listed Entity has taken the following actions to comply with the observations made in previous reports:

Sl. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	As per the information available at the website of the Calcutta Stock Exchange, as on 13th August, 2018 the status of the Company is "Suspended".	-	The Board of Directors of the Company had applied for revocation of its suspension from the Calcutta Stock Exchange vide an application dated 20 th January, 2021.	The status of the Company as at the end of the financial year under review was suspended. However, the final order of revocation was passed by the Exchange on 9 th April, 2021 which was effective from 16 th April, 2021.
2.	The Company had filed the Disclosure on Related Party Transaction for the half year ended September, 2019 on 30 th December 2019, after the due date provided as per Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.	-	The Company has made the Disclosure on Related Party Transaction for the relevant period during the year under review within the stipulated time period.	-
3.	The Company had filed the Audited Financial Results of the Company for the quarter ended	The Company had conducted its Board Meeting for Approval of Quarterly Financial	-	Adequate disclosures had been given specifying the reasons for delay in submission of



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31.03.2019 on 31.05.2019, after the due date provided as per Regulation 33(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015. The Fine which was paid by the Company was Rs. 5,900/-	Results for the quarter ended 30 th June, 2020 on 07 th January 2021, for the quarter and half year ended 30 th September, 2020 on 13 th January, 2021, for the quarter ended 31 st December, 2020 on 19 th February, 2021 i.e., beyond the stipulated time period.	financial results to the concerned stock exchanges pursuant to SEBI Circular No. CIR/CFD/CMD-1/142/2018 dated 19 th November, 2018.
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Prachi Todi
Practicing Company Secretary
M. No.: 53022
C.P. No.: 22964
UDIN: A053022C000546746

Date: 30th June, 2021
Place: Kolkata