



Syschem (India) Limited

Regd. Office & Works : Village Bargodam, Teh. Kalka,
Distt. Panchkula, Haryana -133302, India.
CIN : L24219HR1993PLC032195
Ph.: 7082923502, 7082923506
E-mail : info@syschem.in, URL : www.syschem.in

REF. NO. SIL/2020-21/08

Dated: 24/06/2021

BY E-MAIL

The General Manager,
Deptt of Corporate Services,
B S E Limited,
PJ Tower, 25th Floor, Dalal Street
MUMBAI - 400 001.

Sub: Annual Secretarial Compliance Report For the Financial Year Ended March 31, 2021.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit herewith the Annual Secretarial Compliance Report, issued by M/S **Kanwaljit Singh**, Practicing Company Secretary, for the Financial Year ended 31st March, 2021 and request you to take the same on record and oblige.

Yours truly
For **SYSCHEM (INDIA) LIMITED**



Shikha
(Shikha Kataria)
Company Secretary and Compliance Officer

Encl: As above

**Secretarial compliance report of Syschem (India) Limited
for the year ended March 31, 2021**

To,

Syschem (India) Limited,
Vill-Bargodam, Tehsil-Kalka ,
Distt: Panchkula Haryana.

I, Kanwaljit Singh Thanewal, Company Secretary, have examined:

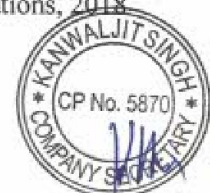
- (a) all the documents and records made available to us and explanation provided by Syschem (India) Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2021 ("Review 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 (LODR Regulations);
- (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: Not applicable as there was no instance of Buy-Back of its securities during the Review Period.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: Not applicable to the company during the Review Period.
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: Not applicable as the company has not issued any debt securities during the Review Period.
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013: Not applicable as the company has not issued any such securities during the Review Period.
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018



and circulars/ guidelines issued thereunder. Further in terms of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in respect of Resignation of statutory auditors from listed entities and their material subsidiaries, the listed entity has suitably incorporated the terms of appointment of the auditors appointed during the review period, to give effect to clause 6(A) and 6(B) of the said circular.

and based on the above examination, 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
Nil			

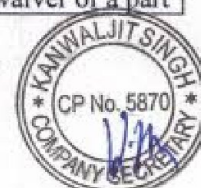
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

- (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.
N.A.				

- (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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Regulation 25(6) of LODR Regulation: The vacancy in the office of the Independent Director caused by resignation was not filled within the prescribed time period. Accordingly, the composition of Board was not in compliance with the	March 31, 2020	The composition of Board was made in compliance with the provisions of Regulation 17(1) by appointment of Independent Director w.e.f.	The company made good of the offence by filling the vacancy in the office of Independent Director and also paid part of the fines imposed by BSE. The company requested BSE for waiver of a part



	requirements of Regulation 17(1) of LODR Regulations.		05.11.2019.	of the penalty and to defreeze the demat accounts of the promoters.
2.	Regulation 34(1) of LODR Regulations: Copy of the Annual Report for FY 2018-19 not submitted to Stock Exchange simultaneously with commencement of dispatch to the shareholders of the company.	March 31, 2020	The company has filed the copy of the Annual report with BSE and has compounded the offence by payment of the penalty levied by BSE.	The company filed the copy of the Annual report with BSE and compounded the offence by payment of the penalty levied by BSE.

Date: 23.06.2021
Place: Chandigarh

UDIN: F005901C000500296



Kanwaljit Singh Thaneval
M. No. 5901
C P No. 5870