

CMS FINVEST LIMITED
(FORMERLY : CMS INFOTECH LIMITED)

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E: cmsfinvestltd@gmail.com (old:info@cmsinfotech.com), W: www.cmsinfotech.co.in
Phone : 91-33-4002 2880, Fax :91-33-2237 9053
CIN: L67120WB1991PLC052782

30th May, 2022

To,
The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata – 700 001
Scrip Code : 19100

Dear Sir/Ma'am,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended 31st March, 2022.

Ref: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 24A of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIRICFDICMDI//27 /2019 dated February 8, 2019. Please find attached herewith the Annual Secretarial Compliance Report issued by Ms. Ankita Goenka (FCS: 10572, COP: 14204), Practicing Company Secretary, for the Financial Year ended 31st March, 2022.

Kindly take the aforesaid information on record and oblige.

Thanking you,

yours faithfully,
For CMS Finvest Limited

Surendra Kumar Jain

**Surendra Kumar Jain
(Managing Director)
DIN: 00166852**

[Pursuant to circular CIR/CFD/CMD1/27/2019 dated February 08/2019 for the purpose of compliance with Regulation 24A of SEBI (Listing obligations and Disclosure Requirements) Regulations,2015]

*Secretarial Compliance Report of **CMS FINVEST LIMITED** for the year ended **31.03.2022***

We have conducted physical as well online verification & examination of :

- A. All the documents and records made available to us and explanation provided by **CMS FINVEST 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 31.03.2022 ("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;
- b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not applicable during the year under review.**
- 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 during the year under review.**
- e. Securities and Exchange Board of India (Share-Based Employee Benefits) Regulations, 2014; **Not applicable during the year under review.**
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable during the year under review.**
- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable during the year under review.**
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

i. Securities and Exchange Board of India (Depository Participant) Regulations, 2018;

and based on the above examination and considering the relaxation granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the Covid 19 Pandemic. I hereby report that, during the review period:

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.

On 10th November 2020, the Calcutta Stock Exchange (CSE) vide a notice (Ref No. CSE/LD/15115/2020 with subsequent notice dated 24th December 2020 (Ref No. CSE/LD/15156/2020) has introduced Amnesty Scheme 2020 for all the non-compliant listed companies suspended for less than 7 years for becoming active by complying all the regulatory compliances within 45 days from the date of issue of notice dated 24th December 2020. The Company had submitted the requisite documents with the Calcutta Stock Exchange on 26/03/2021.

The Company was compulsory delisted from BSE however it continued to submit required documents as per SEBI(Listing Obligations and Disclosure Requirements)Regulations,2015 through email.

SL. No.	Compliance Requirements (Regulations/ Circulars/ Guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary

1.	<p>Regulation 7 (3) SEBI LODR – Compliance Certificate certifying maintaining physical & electronic transfer facilities by the compliance officer of the listed entity and the authorized representative of the share transfer agent</p> <p>As per Regulation 18 (2) (a)</p>	Regulation 7 (3) SEBI LODR	The Company has filed the same, however (only covering letter) it was not signed by Company Secretary
2.	<p>The audit committee shall meet at least four times in a year and not more than one hundred and twenty (120) days shall elapse between two meetings</p>	<p>Gap between the meetings held on 25th, June 2021, was 132 days</p>	<p>With regard to conduct of Audit Committee meeting beyond the prescribed gap of 120 days, it was explained that, as the working of the Company was severely affected due to long Covid-19 Pandemic lockdown, the meeting could be conducted with a marginal delay keeping in view the extension granted by MCA vide its circular date 3rd May, 2021, for holding such meetings from 120 days to 180 days. The matter was suitably explained .</p>
3.	<p>Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Newspaper publication informing that AGM through VC/OAVM and requesting members to update respective Mail ID</p> <p>PUBLISHED ON 12.08.2021</p>	<p>The website mentioned in the newspaper publication as “www.cmsco.inand” Instead of “www.cms.co.in”</p>	<p>As per the clarification given by the Company it was a typing error</p>

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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 except website of the Company which require updation at the time of examination.

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.
NO ISSUE FOUND				

d. There were no items for which the listed entity had to take any actions to comply with the observations made in previous reports.

Sl. No.	Observations of the Practicing Company Secretary on the previous reports	Observations made in the secretarial compliance report for the year ended on 31st march 2022.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity

For Ankita Goenka & Associates
Practicing Company Secretaries

ANKITA GOENKA Digitally signed by
ANKITA GOENKA
Date: 2022.05.30
18:59:24 +05'30'

Ankita Goenka
Proprietor
FCS No. : 10572
COP No. : 14204
UDINNo. F010572D000436569
PEER REVIEW: Certificate
no. 2133/2022 dated 20th May, 2022

Date -30/05/2022
Place - Kolkata

