



**SECRETARIAL COMPLIANCE REPORT OF CAPITAL TRADE LINKS LIMITED**  
**(CIN: L51909DL1984PLC019622)**  
**For the year ended 31<sup>st</sup> March 2022**

*[Pursuant to Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019]*

**To**  
**The Board of Directors**  
**CAPITAL TRADE LINKS LIMITED**  
**B - 4, LGF ASHOKA NIKETAN DELHI - 110092**

I, Atiuttam Prasad Singh, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to me and explanation provided by M/s **CAPITAL TRADE LINKS LIMITED** having CIN L51909DL1984PLC019622 ("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<sup>st</sup> March 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;
- (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)

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Regulations, 2015;

(i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

(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 complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

<b>Sr.No</b>	<b>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</b>	<b>Deviations</b>	<b>Observations/ Remarks of the Practicing Company Secretary</b>
1.	Regulation 31 of LODR requires the listed entity to submit to the stock exchange(s) a statement showing holding of securities and shareholding pattern within 21 days from the end of each quarter.	Delay in submission of Shareholding pattern for the quarter ended 30 <sup>th</sup> September, 2021	Delayed submission by one day.

(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/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:

<b>Sr. No.</b>	<b>Action taken by</b>	<b>Details of violation</b>	<b>Details of action taken E.g. fines, warning letter, debarment, etc.</b>	<b>Observations/ remarks of the Practicing Company Secretary, if any.</b>
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1	SEBI	Non-compliance of Regulation 162 of ICDR Regulations relating to tenure of the convertible securities of the issuer shall not exceed eighteen months from the date of their allotment (Equity warrants allotted on 23 <sup>rd</sup> October 2019 converted into equity shares on 24 <sup>th</sup> April 2021 after 18 months from the date of issue.)	Warning Letter received from SEBI and advised that be careful in future to avoid recurrence of such lapses.	Board of Directors of the Company noted the non-compliances and discussed to ensure future compliances and not to repeat the same.
2	SEBI	Non-compliance of Regulation 159(1) of ICDR Regulations on account of selling of shares by two allottees during the 6 months preceding the relevant date.	Warning Letter received from SEBI and advised that be careful in future to avoid recurrence of such lapses.	Board of Directors of the Company noted the non-compliances and discussed to ensure future compliances and not to repeat the same.

(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 31 <sup>st</sup> March 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Disclosure of material event under Regulation 30 of LODR i.e. Appointment of Company Secretary and Compliance Officer would be intimated within 24 hours.	Delayed intimation of 11 days <b>(Appointment date 20<sup>th</sup> April 2020 and intimation date is 2<sup>nd</sup> May 2020)</b>	Board of Directors of the Company noted the non-compliances and discussed to ensure future compliances and not to repeat the same.	No Comments



2.	Annual Secretarial Compliance report required to be filed under Regulation 24A of LODR	<b><i>Secretarial Audit Report submitted instead of Annual Secretarial Compliance report</i></b>	Board of Directors of the Company noted the non-compliances and discussed to ensure future compliances and not to repeat the same.	No Comments
3.	Publication of Notices in Newspapers about date of Board Meeting (29 <sup>th</sup> July 2020 & 9 <sup>th</sup> November 2020) where financial results was discussed as required under Regulation 47(1)(a) of LODR	<b><i>Failed in Publication of Notices in Newspapers regarding two Board Meeting in which quarterly financial was discussed.</i></b>	Board of Directors of the Company noted the non-compliances and discussed to ensure future compliances and not to repeat the same.	No Comments

**For Atiuttam Singh & Associates  
Company Secretaries**

**Atiuttam Prasad Singh**  
**Proprietor**  
**Membership No.:F8719**  
**CP No.:13333**

**UDIN: F008719D000438711**

Date: 30.05.2022  
Place: New Delhi