



**Secretarial Compliance Report of Magnum Ventures Limited
for the year ended 31ST March, 2019**

We, M/s. Munish K Sharma & Associates, Practising Company Secretaries have examined:

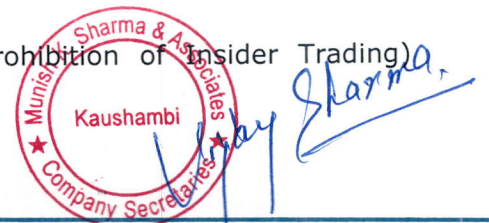
- (a) all the documents and records made available to us and explanation provided by **Magnum Ventures Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant,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

for the year ended **31ST March, 2019** ("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 as there was no such transaction during reporting period.*
- (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 such transaction during reporting period.*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: *Not applicable as there was no such transaction during reporting period.*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: *Not applicable as there was no such transaction during reporting period.*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013: *Not applicable as there was no such transaction during reporting period.*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



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

and circulars/ guidelines issued thereunder;
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
1.	Regulation 36 read with regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	High	<p><i>Financial Statements for the year ended 31st March, 2018 published in the Annual Report and circulated to the stakeholders of the Company were not as per Indian Accounting Standards applicable to the Company.</i></p> <p><i>However, to rectify this inadvertent mistake, the management have circulated the correct Financial Statements as per Indian Accounting Standards to the shareholders present in the 38th Annual General Meeting dated 22nd September, 2018.</i></p>

(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 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.



Munish K. Sharma

1.	Stock Exchange (NSE)	Regulation 17(1) in relation to corporate governance requirements.	Fine of Rs. 5,000/- levied by the Stock Exchange vide letter No. NSE/LIST-SOP/CG/FINES/80162 dated 2 nd May, 2019	The women director of the Company has resigned with effect from 13 th November, 2018 and the vacancy caused due to her resignation was filled by the Company on 14 th February, 2019 with one day delay as the last date for appointment of woman director was 13 th February, 2019.
2.	Stock Exchange (BSE)	Regulation 17(1) in relation to corporate governance requirements.	Fine of Rs. 5000/- levied by the Stock Exchange vide letter No. LIST/COMP/Reg. 27(2)& Reg. 17 to 21/Mar-19/532896/37/2019-20 dated 2 nd May, 2019	

(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

For Munish K. Sharma & Associates
Company Secretaries



Vijay Kumar Sharma
Vijay Kumar Sharma
Company Secretary
M. No.: F9924
C.P. No. 12387

Place: **Kaushambi, Ghaziabad**
Date: **28th May, 2019**