

# RMG & ASSOCIATES

*Company Secretaries*

## SECRETARIAL COMPLIANCE CERTIFICATE

CIN : L51909AS1984PLC007078

Nominal Capital : Rs. 12,500,000/-

### The Members

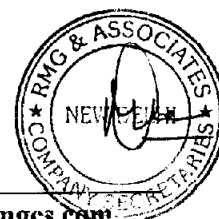
**Swagtam Trading And Services Limited**

**Girish Chandra Bardalal Path, Bamunimaidan,**

**Guwahati, Assam- 781021**

We have examined the registers, records, books and papers of **Swagtam Trading And Services Limited** as required to be maintained under the Companies Act, 1956 (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the period ending on **31<sup>st</sup> March, 2013**. In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate in accordance with the provisions and the rules made there under to the best possible extent and entries therein have been recorded.
2. The Company has filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, NCT of Delhi & Haryana on the dates specified in the aforesaid Annexure. However the Company has not filed any document with the Regional Director, Central Government, Company Law Board or other authorities under the Act and the rules made there under.
3. The Company, being a public limited Company, comments are not required.
4. The Boards of Directors duly met **08 (Eight)** times on **24-04-2012; 30-05-2012; 17-07-2012; 24-08-2012; 21-09-2012; 18-10-2012; 17-01-2013; 07-03-2013;** in respect of which notices were given and the proceedings were recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has not closed its Register of Members during the financial year.
6. The Annual General Meeting for the Financial Year ended on **31-03-2012** was held on **28-09-2012** after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act.



9. As per the information furnished to us, the Company has complied, to the extent possible with the provisions of Section 297 of the Act in respect of contracts specified in that Section.
10. As per the information furnished to us, the Company has made the entries in the register maintained under Section 301(3) of the Act.
11. As per the information given to us, the company has not obtained any approvals from the Board of Directors, Members or Central Government for the instances falling within the purview of Section 314 of the Act, during the Financial Year.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has/was:
- (i) not allotted / transferred / transmitted any shares during the financial year.
  - (ii) not deposited any amount in a separate bank account as no dividend was declared during the financial year.
  - (iii) not required posting warrants to any member of the Company as no dividend was declared during the financial year.
  - (iv) not transferred the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection fund as there was no transaction necessitating the applicability of the aforesaid conditions.
  - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
15. The Company has not appointed any Managing Director/Whole-time Director/Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. As per the information given to us, the Company has not obtained any approvals of the Company Law Board, Regional Director, Company Law Board, Registrar of Companies and/or such other authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any securities during the financial year.
20. The Company has not bought back any shares during the financial year.



21. There was no redemption of preference shares during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares, bonus shares pending registration of transfer of shares.
23. As per the information given to us, the Company has not invited any deposits during the financial year.
24. The amount borrowed by the company from directors, members, public, financial institutions, banks and others during the financial year ending 31<sup>st</sup> March, 2013 is in excess of the borrowing limits of the company as per section 293(1)(d) of the Act.
25. The company has made loans and investments, or given guarantees or provided securities to other bodies corporate in compliance with the provisions of the Act and has made necessary entries in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to Situation of the Company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to Objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to Name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to the Share Capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. As per the information given to us, there were no prosecution initiated against the Company and the Company received no show cause notice and also the fines and penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act. *However penalty for late filing of returns and documents with concerned the Registrar of Companies has been imposed upon the Company during the financial year and being a listed company, company has not complied with the compliances of listing agreement.*
32. As per the information furnished to us, the Company has not received any money as security from its employees during the financial year.
33. As per the information furnished to us, the Company has not deducted any contribution towards Provident Fund during the financial year.

**For RMG & Associates**  
Company Secretaries

*Manjeet Kaur*

**Manjeet Kaur**  
Partner  
C.P. No.: 5524

Place : New Delhi  
Date : 26-08-2013

**Annexure A**

**Registers as maintained by the Company:**

1. Register of Members u/s. 150
2. Register of Contracts, Companies & Firms  
in which Directors are interested u/s. 301(3)
3. Register of Directors, Managing Director, Manager u/s. 303
4. Register of Director's Shareholdings u/s. 307
5. Register of Application and Allotment of Shares
6. Register of Share Transfers

**Annexure B**

Forms and Returns as filed by the Company with Registrar of Companies, NCT of Delhi & Haryana during the financial year ended on **31-03-2013**:

Sl. No	Form / Return	Under Section / Rule	Date of Filing	Whether filed with in prescribed time	If delay in filing whether requisite additional fess paid or not
1.	Secretarial Compliance Certificate (28/09/2012)	Section 383A	20-10-2012	Yes	N.A
2.	Balance Sheet (XBRL) (28/09/2012)	Sec 220 & Schedule- VI	08-04-2013	No	Yes
3.	Annual Return (28/09/2012)	Sec 159 & Schedule -V	17-02-2013	No	Yes

**For RMG & Associates**  
**Company Secretaries**

  
NEW DELHI

**Manjeet Kaur**

Partner

C.P. No.: 5524

Place : New Delhi  
Date : 26-08-2013