

**VASKAR DAS**  
Practicing Company Secretary  
576, A/41, DIAMOND HARBOUR ROAD,  
P-41, ARCADIA , BEHALA,  
KOLKATA - 700 034.

PH.NO. 033-2398 1060

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2022

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule  
No.9 of the Companies (Appointment and Remuneration Personnel)  
Rules, 2014]*

To,  
The Members,  
EASTERN LOGICA INFOWAY LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by EASTERN LOGICA INFOWAY LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

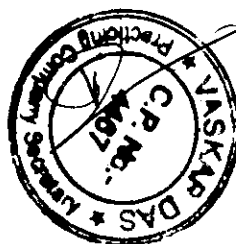
Based on my verification of the EASTERN LOGICA INFOWAY LIMITED books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/We hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by EASTERN LOGICA INFOWAY LIMITED ("the



Company”) for the financial year ended on 31<sup>st</sup> March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under; Not applicable to the company.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; Not applicable to the company.
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; Not applicable to the company.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; Not applicable to the company.
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; Not applicable to the company.
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; Not applicable to the company.
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; Not applicable to the company.
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable to the company.



(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; Not applicable to the company.

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; Not applicable to the company.  
and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; Not applicable to the company.

(vi) Other laws applicable specifically to the Company namely:

(a) Income Tax Act 1961 as amended to date.

(b) ESI Act, 1948 as amended to date.

(c) Provident Fund Act, 1952, as amended to date.

(d) West Bengal Value Added Tax Act 2003, as amended to date.

(e) Service Tax under Central Excise Act, 1944.

(f) West Bengal Professional Tax Act, 1979, as amended to date.

(g) Kolkata Municipal Corporation Act 1980 as amended to date.

(h) Minimum Wages Act, 1948, as amended to date.

(i) Gratuity Act, 1972, as amended to date.

(j) West Bengal Shops & Establishment Act, 1963 as amended to date.

(k) Import Export under DGFT.



The above act has been generally complied with however West Bengal Fire Services (**Fire License**) Rules, 2004 is not applicable to the company as informed by the management.

I have also examined compliance with the applicable clauses of the following:

- a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) The Listing Agreements entered into by the Company with any Stock Exchange(s), Not applicable to the company.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- i) *Independent Director's have not been appointed, but it is applicable to the company.*
- ii) *Audit Committee not been constituted.*
- iii) *Nomination and Remuneration Committee not been constituted.*

**I further report that,**

The Board of Directors of the Company is *not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors*. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.



Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

**I further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

- i) *Independent Director's have not been appointed, but it is applicable to the company.*
- ii) *Audit Committee not been constituted.*
- iii) *Nomination and Remuneration Committee not been constituted.*

Place: Kolkata

Date: 03/09/2022

*Vaskar Das*

(VASKAR DAS)

Practicing Company Secretary

FCS No. : 9311

C.P. No. : 4467

UDIN No F009311D000908099

