



SPS International Ltd.

(Where delivering quality is way of life)

CIN No. L74140HR1993PLC031900

197, Sector - 68, IMT
Faridabad - 121004 (HR)
Website : www.spsintl.co.in

Designers, Printers & Suppliers for OMR/ICR forms,
MCQ Answer Sheets, Examination Answer Booklets,
Scanning of OMR Sheets and processing of result.

Date: 30/05/2019

To,

The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Scrip Code: 530177

Sub: Annual Secretarial Compliance Report for the Financial Year 2018-19

Dear Sir,

Pursuant to SEBI vide its circular No. CIR/CFD/CMD 1/27/2019 dated 08.02.2019, please find enclosed herewith the Annual Secretarial Compliance Report dated May 30, 2019 for the Financial Year 2018-19 issued by Practicing Company Secretary.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For SPS International Limited



Surendra Kumar Jain

Managing Director

DIN: 00088064

Address: Plot No. 197, Sector-68, Faridabad, Haryana-121004, India





GA & ASSOCIATES
Company Secretaries LLP

**SECRETARIAL COMPLIANCE REPORT
OF**

SPS INTERNATIONAL LIMITED

For the Financial year ended on 31st March, 2019

[Pursuant to Circular No. CIR/CFD/CMDI/27/2019 dated 08/02/2019 issued by Securities and Exchange Board of India]

To
The Members
SPS International Limited
R/o: Plot No. 197, Sector-68, Faridabad, Haryana-121004

We have examined:

- (a) All the documents and records made available to us and explanation provided by SPS International 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.

Regd. Off: D-251, Basement, Defence Colony, New Delhi-110024 For GA & Associates Company Secretaries LLP

Landline No. 011- 46772203, 46772204, 46772205

Website: www.goverahuja.co

E mail ID: info@goverahuja.co

Partner

- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable.**
- (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.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not Applicable.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - **Not Applicable.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- (i) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018.

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
	N.A	N.A	N.A

- (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:

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.
	N.A	N.A	N.A.	N.A.

For GA & Associates Company Secretaries LLP
N.A.

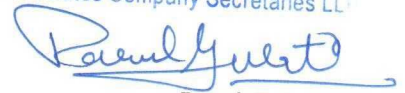


Partner

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable.**

For GA & Associates Company Secretaries LLP

For GA & Associates Company Secretaries LLP



Parul Gulati
Partner

M. No.- 37801
COP No.-22076

Date: 30.5.2019

Place: New Delhi