

**RAIGARH TRADING CO. LIMITED**

HANUMAN SEVA  
KUNJSTATION ROAD RAIGARH  
Chhattisgarh -496001

**SECRETARIAL AUDIT REPORT**

**FOR THE YEAR ENDED**

**31<sup>ST</sup> MARCH, 2017**

**SUSANTA KUMAR NAYAK**

**COMPANY SECRETARY IN PRACTICE**

**6/3, L N MOTILAL ROAD**

**BEHALA, KOLKATA-700061**

**SUSANTA KUMAR NAYAK**  
**COMPANY SECRETARY**

**6/3, L N MOTILAL ROAD**  
**BEHALA**  
**KOLKATA – 700 061**  
**TEL NO: 9831427201**

FORM No MR-3

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017**

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

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2017**

To,  
The Members,  
RAIGARH TRADING CO. LIMITED  
HANUMAN SEVA  
KUNJSTATION ROAD RAIGARH  
Chhattisgarh -496001



I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by RAIGARH TRADING CO. LIMITED having CIN: L01119CT1944PLC000635 (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the RAIGARH TRADING CO. LIMITED'S 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 hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2016 complied with the statutory provisions listed hereunder and also 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 RAIGARH TRADING CO. LIMITED ("the company") for the financial year ended on 31<sup>st</sup> March, 2017 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

**SUSANTA KUMAR NAYAK**  
**COMPANY SECRETARY**

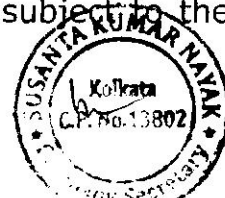
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**TEL NO: 9831427201**

- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable to the Company during the Audit Period)**.
- 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;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable to the Company during the Audit Period)**.
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable to the Company during the Audit Period)**.
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period)**.
- 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;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period)**.

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreement entered into by the Company with The CSE.

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:



**SUSANTA KUMAR NAYAK**  
COMPANY SECRETARY

**6/3, L N MOTILAL ROAD**  
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The Company is not carrying on any business activities since last one decade and started the process of delisting from the CSE as the company is not earning any revenue.

**I further report that**

**The Company is listed at the CSE. And the Company is not complying the listing agreements as prescribed by the CSE and suspended for trading.**

The Board of Directors of the Company is duly constituted. There is no change 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, if any, are captured and recorded as part of the minutes.

**I further report that** there are adequate systems and process 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 further report that** during the Audit period there was no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc., referred

**Place: Kolkata**

**Signature:**

**Dated: 25.08.2017**

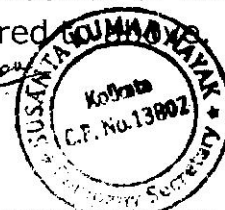
**Name of the Company: SUSANTA KUMAR NAYAK**  
**Secretary in Practice**

**ACS No : 20883**

**C.P.No : 13802**

**Note:**

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.



**SUSANTA KUMAR NAYAK**  
COMPANY SECRETARY

**6/3, L N MOTILAL ROAD**  
**BEHALA**  
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'Annexure A'


To,  
The Members,  
RAIGARH TRADING CO. LIMITED  
HANUMAN SEVA  
KUNJSTATION ROAD RAIGARH  
Chhattisgarh -496001

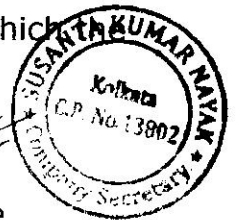
My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules, and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which management has conducted the affairs of the company.

Date: 25.08.2017

Place: Kolkata

  
Signature



Susanta Kumar Nayak

Practising Company Secretary

Membership No- 20883

Certificate of Practice Number-13802