

**Secretarial Compliance Report**

**of**

**M/s. XTGLOBAL INFOTECH LIMITED**

**For the year ended 31<sup>st</sup> March,2021**

We, M/s. VCSR & Associates, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. **XTGLOBAL INFOTECH LIMITED** (Formerly M/s. Frontier Informatics Limited), having its Registered Office at Plot No.31P&32, 3<sup>rd</sup>Floor, Tower A, Ramky Selenium, Financial District, Nanakramguda, Hyderabad, Telangana – 500032 (CIN:L72200TG1986PLC006644), hereinafter referred to as “**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 31<sup>st</sup> March,2021 (“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 as amended;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 - *No such cases*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - *No such cases*

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013- *No such cases*

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars /guidelines issued thereunder;

(i) SEBI (Investor Protection and Education Fund) Regulations, 2009- *No such cases*

(j) 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:-

S.No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 17(1) of SEBI (LODR) Regulations, 2015	From 01 <sup>st</sup> October, 2020 to 05 <sup>th</sup> November, 2020 there were five directors on the Board due to unwillingness expressed by one of the Independent Director for further Re-appointment at AGM on 30 <sup>th</sup> September, 2020	Company is compliant as the Six Director was appointed on 06 <sup>th</sup> November, 2020. As per Regulation 25(6) Company can appoint another Independent Director in the immediate next meeting of the board of directors or three months from the date of such vacancy, whichever is later

(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:

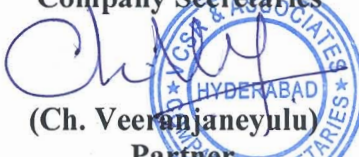
S.No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Limited	Regulation 17(1) of SEBI (LODR) Regulations, 2015	Notice of non-compliance was served, requiring the company to pay a fine of Rs. 212400/- (including GST)	Company is compliant, represented before the authorities of BSE, the prescribed fee was paid to BSE on 17 <sup>th</sup> June, 2021

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

S. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

NOTE: Due to Covid-19 pandemic situation, we have conducted online verification and examination of records, as facilitated by the Company for the purpose of issuing this report.

Place: Hyderabad  
Date: 24.06.2021

For VCSR & Associates  
Company Secretaries  
  
(Ch. Veeranjanyulu)  
Partner  
M No. F6121, C P No. 6392