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Website : www.sawacabusiness.com
CIN No.: L65910GJ1994PLC023926

SAWACA

BUSINESS MACHINES LTD.

Ref. No.: SBML/Sec./2021-22/Q4/010

Date:23/05/2022

To,
The General Manager,
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400001

BSE SCRIP CODE: 531893

Dear Sir,

Subject: Annual Secretarial compliance report for the Financial Year ended 31st March, 2022.

Pursuant to regulation 24 (A) , of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, read with SEBI circular No. CIR/CFD/CMDI/27/2019 dated 8th February 2019. We enclose the Annual Secretarial compliance report dated 23rd May, 2022, issued by Mr. Mukesh H. Shah, Practicing company secretary, for the financial year ended 31 March 2022.

You are requested to take note of the above and oblige.

Thanking you,

Yours truly,
For, SAWACA BUSINESS MACHINES LIMITED



Manali Jain
CS & Compliance Officer

Encl: As above.



**Secretarial compliance report of Sawaca Business Machines Limited for
the year ended March 31, 2022**

I, **MUKESH H. SHAH (Company Secretary)** have examined:

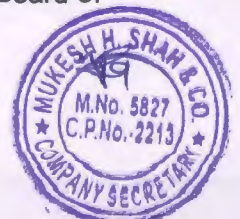
- (a) all the documents and records made available to us and explanation provided by **Sawaca Business Machines Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **March 31, 2022**("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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2018;(Not applicable during the audit period)
- (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 during the audit period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations,2014;(Not applicable during the audit period)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008;(Not applicable during the audit period)
- (g) Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares)Regulations,2013;(Not applicable during the audit period)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015;
- (i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (j) Circulars/Guidelines issued thereunder;



And based on the above examination, I 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 by Practicing Company Secretary
NIL			

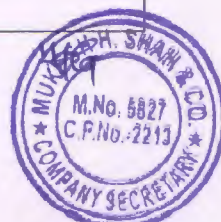
(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

(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 there under:

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.
NIL				

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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended.....	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Show Cause Notice issued by SEBI as per Reg. 4 of SEBI (Prohibition of Fraudulent and Unfair Trade Practices) Regulations 1995, r/w section 24(1) and 27 of SEBI Act, 1992 and Section 190 and 200 of Cr.P.C., r/w 24(1), r/w 27 of SEBI to:- 1. SAWACA BUSINESS MACHINES LIMITED 2. SHETAL SATISHKUMAR SHAH (Director & Promoter) 3. VISHAL SATISHKUMAR SHAH (Director & Promoter) 4. SATISHKUMAR RAMANLAL SHAH (Promoter) 5. JYOTSNABEN SATISHKUMAR SHAH (Promoter)	Financial year ended March 31, 2019	Vishal Satishkumar Shah and Jyotsnaben Satishkumar Shah both discharged from the case by an order dated 02.11.2019. Moreover Discharge application is filed by remaining promoters and it is still pending for approval.	The matter is pending with SEBI



2	<p>Show Cause Notice issued by SEBI as per Section 200 of Cr.P.C., r/w 23(9) and 4 of Securities Contract Act to</p> <ol style="list-style-type: none"> 1. SAWAGA COMMUNICATION LTD 2. SHETAL SATISHKUMAR SHAH (Promoter) 3. VISHAL SATISHKUMAR SHAH (Promoter) 4. SATISHKUMA RAMANLAL SHAH (Promoter) 5. JYOTSNABEN SATISHKUMAR SHAH (Promoter) 	Financial year ended March 31, 2019	Discharge application is filed by all and it is still pending for approval.	The matter is pending with SEBI
3	<p>SEBI issued a Show Cause Notice dated February 22, 2021 with regards to violations of SEBI PIT Regulations, 1992 and SEBI SAST Regulations, 2011 to its promoters namely:</p> <ol style="list-style-type: none"> 1. YATIN GIRISHBHAI SHAH 2. SHETAL SATISHKUMAR SHAH 3. VISHAL SATISHKUMAR SHAH 4. SATISHKUMAR RAMANLAL SHAH 5. JYOTSNABEN SATISHKUMAR SHAH 	Financial year ended March 31, 2021	Promoters have responded to the show-cause notice and the matter is pending with the authority.	Suitably replied by the promoters and the matter is pending with the authority

Place:- AHMEDABAD

Date:- 23.05.2022

UDIN:- F005827 D000365901



For,
MUKESH H. SHAH & CO.
COMPANY SECRETARIES

(Handwritten signature)

MUKESH H. SHAH
PROPRIETOR
C.P.NO.-2213 FCS:-5827