

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

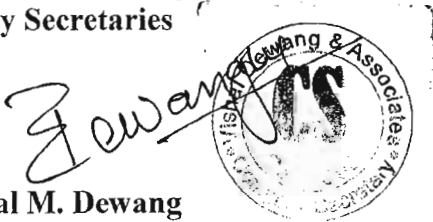
I have examined the registers, records and books and papers of **GAUTAM EXIM LIMITED (L51100GJ2005PLC046562)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2019. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents,

I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under:
 1. its status under the Act; the company under the Act;
 2. maintenance of register/records & making entries therein within the time prescribed therefore;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time.
 4. calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members / Security holders, as the case may be.
 6. advances/loans to its directors and /or persons or firms or companies referred in section 185 of the Act; **as reported by the auditor and verified from audited accounts;**
 7. contracts/arrangements with related parties as specified in section 188 of the Act; **as reported by the auditor and verified from audited accounts.**
 8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
 9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; **Not applicable**

10. declaration/payment of dividend; transfer of unpaid/unclaimed dividend /other amounts as applicable to the Investor Education and Protection fund in accordance with section 125 of the Act;
11. signing of audited financial statement as as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; **No such Event Occurred during the financial year.**
15. acceptance / renewal /repayment of deposits; **as reported by the auditor and verified from audited accounts**
16. borrowing from its directors, members, public, financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ; **as reported by the auditor and verified from audited accounts**
18. alteration of the provisions of the Memorandum and / or Articles of Association of the Company; **No such Event Occurred during the financial year**

For Vishal Dewang and Associates
Company Secretaries



CS Vishal M. Dewang
Proprietor
Meb. No. 26683, C.P. No. 9596
UDIN : A026683A000203057

30/09/2019
Surat