

OASIS NUTRACEUTICALS LIMITED

(Formerly known Sam Leaseco Limited)

(CIN No: L51101MH1980PLC022765)

H-4/5, Everest Building, 9th Floor, Tardeo Road, Mumbai – 400034, (M.H), India.

Tel: 022-23524403. Email: oasisnutra786@gmail.com

BSE / OASIS / 2018-19

Date: May 30, 2019

**The Department of Corporate Services,
BSE Limited**

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip ID: SAMLEPU

Scrip Code: 504345

Sub.: Secretarial Compliance Report of the Company under Regulation 24(A) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) (Amendment) Regulations, 2015, (“Listing Regulations 2015”) for the Financial Year ended 31.03.2019

Dear Sir,

Please find enclosed Secretarial Compliance Report of the Company under Regulation 24(A) Listing Regulations 2015, issued by the Secretarial Auditor of the Company for the year ended 31.03.2019, pursuant to SEBI Circular No. CIR/CFD/CMD/1/27/2019 dated May 27, 2019.

The above is for your kind information and record.

Thanking you,

**Yours faithfully,
For Oasis Nutraceuticals Limited**

**Rajkishore Maniyar
Managing Director**

Encl. as above

Jain Rahul & Associates

(Company Secretaries)

Office No. 3, 1st Floor, Patel Bhawan, Opp Sangam Vatika
CPS School Road, New Bhupalpur, Udaipur (Raj.) 313001
(M) 9314858454, E-mail: rahulsanghvi09@gmail.com

Secretarial compliance report of Oasis Nutraceuticals Limited for the year ended 31st March, 2019

We Jain Rahul & Associates have examined:

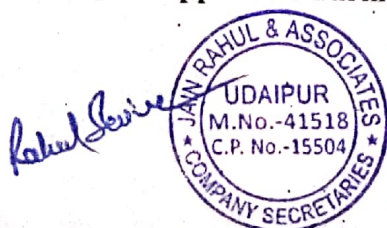
- (a) all the documents and records made available to us and explanation provided by Oasis Nutraceuticals Limited (“the listed entity”);
- (b) the filings and submissions made by the listed entity to the BSE Limited, (“the stock exchange”);
- (c) website of the listed entity;
- (d) any other document and 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 (hereinafter “Listing Regulations, 2015”);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; [Not applicable during the Review Period].



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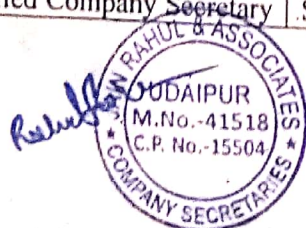
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; [Not applicable during the Review Period].
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; [Not applicable during the Review Period].
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; [Not applicable during the Review Period].
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; [Not applicable during the Review Period].
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) 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:-

Sr. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
01.	Vide Order dated 27.02.2015 by BSE Limited, the Trading in equity Shares of the Company got suspended w.e.f. 04.03.2015 as surveillance measure subject to compliance with BSE Notice No. 20160304 - 28 dated. March 4, 2016.	The Company has not fully submitted the details desired vide BSE Notice No. 20160304 - 28 dated. March 4, 2016	Trading in Company's Shares remain suspended w.e.f. 04.03.2015.
02.	In terms of the provisions of Regulation 6 of the Listing Regulations, 2015 listed entity shall appoint a qualified Company Secretary	The Company has not appointed Company Secretary as Compliance	Company yet to appoint Company secretary.

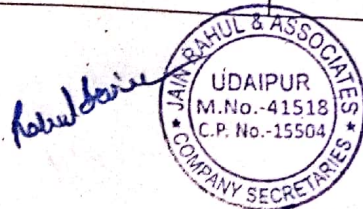


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	as the compliance officer.	officer.	
03.	In terms of regulation 14 of Listing Regulations, 2015 the listed entity shall pay all such fees as specified by the SEBI or Stock Exchange & Listing fees for a year to be paid to Stock Exchange on or before 30 th April.	Listing Fees for the financial year 2015-16, 2016-17, 2017-18 and 2018-19 has not been paid.	Listing Fees for the financial year 2015-16, 2016-17, 2017-18 and 2018-19 has not been paid.
04.	In terms of regulation 46 of Listing Regulations, 2015 the listed entity shall have functional website containing the basic information about the Company.	Company does not have functional website.	Company does not have functional website.
05.	In terms of Regulation 17, 18 and 19 every listed Company shall have optimum combination of Executive and Non-Executive Directors as also constitute an Audit Committee with Independent Directors forming a majority and a Nomination and Remuneration Committee consisting of 3 or more Non - Executive Directors out of which not less than one-half shall be Independent Directors.	The Company does not have optimum Combination of Executive & Non-Executive Directors and not have qualified and independent Audit Committee and Nomination Remuneration Committee.	The Company after resignation of Mr. Devanshu Desai, Independent Director w.e.f. 14.02.2018 has not appointed Independent Director on the Board of the Company.
06.	In terms of regulation 47 Listing Regulations, 2015 a Listed entity shall publish the following information in the newspaper: -Notice of the Board meeting where financial results shall be discussed -publish the financial results which are approved in the Board Meeting -Notices given to Shareholders by advertisement	The Company has failed to Advertise in the newspaper Notice of Board Meeting, Financial results and Notice issued to Shareholders.	The Company is not complying with this regulation in the review period.
07.	In terms of SEBI circular no. IMD/FPIC/CIR/P/2018/61 dated April 5, 2018 regarding monitoring of foreign investment limits in listed companies by depositories. The company has to appoint any one depository as the designated depository.	The Company is failed to appoint the designated depository.	The Company has not comply with the said SEBI Circular



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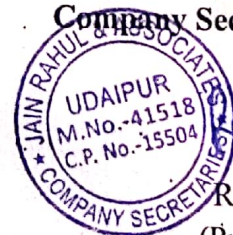
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) The following are the details of actions taken against the listed entity / its promoters / 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:

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.
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Note: The Trading in equity Shares of the Company got suspended w.e.f. 04.03.2015 due to surveillance measures.

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: [Not Applicable since this report is being issued for the first time and accordingly no action was required to be taken by the Company]

For Jain Rahul & Associates
Company Secretaries



Rahul Jain
(Proprietor)

ACS.No. 41518
C.P. No. 15504

Place: Udaipur
Date: 27.05.2019