

Date: 30<sup>th</sup> June, 2021

To,  
The Manager,  
Department of Corporate Services,  
BSE Limited,  
Phirozee Jeejeeboy Towers,  
Dalal Street, Fort,  
Mumbai- 400 001

**Sub: Annual Secretarial Compliance Report for the F.Y. ended 31<sup>st</sup> March, 2021**

**Ref: Scrip Id: NOUVEAU**

**Scrip Code: 531465**

Dear Sir/Madam,

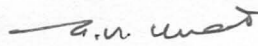

Pursuant to the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019, please find enclosed herewith Annual Secretarial Compliance Report of the Company issued by M/s. Shiv Hari Jalan & Co., Company Secretaries for the financial year ended 31<sup>st</sup> March, 2021.

You are requested to take note of the above and acknowledge the receipt.

Thanking You,

Yours faithfully,

**For Nouveau Global Ventures Limited**

  
  
**Krishan Khadaria**  
**Managing Director**  
**DIN: 00219096**



**Secretarial compliance report**

**of**

**Nouveau Global Ventures Limited**

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

**(Pursuant to circular CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019)**

Due to COVID -19 lockdown restriction We have examined through remote location though documents provided us on Email:

- (a) all the documents and records of Nouveau Global Ventures 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 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;
- (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 (Buyback of Securities) Regulations, 2018; (Not applicable during the period under review)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during the period under review)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the period under review)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the company during the period under review)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Applicable Regulation 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
1	Regulation 17(1)(c) of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	The Company has appointed sixth Director w.e.f. 30.11.2020.	The Company is within top 2000 listed entities. With effect from April 1, 2020 board of directors shall comprise of not less than six directors. The Company has appointed Sixth Director i.e. Mohit Krishan Khadaria w.e.f. 30.11.2020.
2	Regulation 14 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	The Company has not paid annual listing fees for the financial year 2020-21.	The Company has not paid annual listing fees for the financial year 2020-21. The Company has also received email dated May 11, 2021 from BSE limited regarding

			freezing of shareholding of promoter(s) of the Company for Non-payment of Annual Listing Fees. In this regards the Company has made Representation vide its letter dated May 15, 2021 to BSE Ltd requesting to grant additional time for making payment of Annual Listing Fees.
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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 my 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.
1.	BSE Ltd	Regulation 17(1)(c) of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Fine of Rs. 542,800 (including GST 18%)	The BSE Ltd vide its mail dated November 17, 2020 levied fine of Rs. 542,800 (including GST 18%), accordingly the Company has made representation to BSE Ltd for waiver of Fines vide company letter dated November 24, 2020. The Company has appointed Sixth Director on November 30, 2020 as required under Regulation 17(1)(c) of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The BSE Ltd vide its mail



				dated June 23, 2021 has waived the fine levied under Regulation 17 (1) for the quarter ended September 30, 2020.
2.	BSE Ltd	Regulation 17(1)(c) of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Fine of Rs. 354,000 (including GST 18%)	The BSE Ltd vide its mail dated February 15, 2021 levied fine of Rs. 354,000 (including GST 18%) for the quarter ended December 31, 2020, accordingly the Company has made representation to BSE Ltd for waiver of Fines vide Company letter dated February 26, 2021. The BSE Ltd vide its mail dated June 23, 2021 fine for quarter ended December 2020 has not been waived. The Company is yet to pay fine to BSE Ltd.
3	BSE Ltd	Regulation 14 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Warning for Freezing of shareholding of promoter(s) of the Company for Non-payment of Annual Listing Fees	The BSE vide its mail dated November 11, 2020 and March 31, 2021 advised the Company to pay the Annual Listing Fees. However the Company failed to pay the Annual Listing Fees to the Exchange. The BSE Ltd vide its email dated May 11, 2021 had warned for Freezing of shareholding of promoter(s) of the Company for Non-payment of Annual Listing Fees for F.Y.2020-21. Accordingly, the Company has made representation to BSE Ltd vide Company letter dated May 15, 2021 for not to freeze promoter

				shareholding and Company will make the Annual Listing Fees for F.Y.2020-21 as soon as possible.
4	The Adjudicating Officer Securities and Exchange Board of India	Regulations 13(4) & 13(4A) r/w 13(5) of PIT Regulations, 1992 r/w regulation 12(2) of PIT Regulations, 2015	Penalty of Rs. 3,00,000 Adjudication Order No. Order/SR/SM/2020-21/9346 in respect of Asha Khadaria in the matter of Nouveau Global Ventures Ltd.	Pursuant to adjudication order dated September 30, 2020 received on October 08, 2020 the penalty of Rs. 3,00,000 was required to be paid within 45 days from receipt of order. The penalty of Rs. 3,00,000 is paid on November 21, 2020.
5	The Adjudicating Officer Securities and Exchange Board of India	Regulations 13(6) of PIT Regulations, 1992 r/w regulation 12(2) of PIT Regulations, 2015	Penalty of Rs. 4,00,000 Adjudication Order No. Order/SR/SM/2020-21/9348 in respect of Nouveau Global Ventures Ltd in the matter of Nouveau Global Ventures Ltd.	Pursuant to adjudication order dated September 30, 2020 received on October 08, 2020 the penalty of Rs. 4,00,000 was required to be paid within 45 days from receipt of order. The penalty of Rs. 4,00,000 is paid on November 20, 2020.
6	The Adjudicating Officer Securities and Exchange Board of India	Regulations 13(1) of PIT Regulations, 1992 and regulations 13(3),13(4) & 13(4A) r/w 13(5) of PIT Regulations, 1992 read alongwith regulation 12(2) of PIT Regulations, 2015 and regulations 29(1) and 29(2) r/w 29(3) of the SAST Regulations	Penalty of Rs. 3,00,000 Adjudication Order No. Order/SR/SM/2020-21/9347 in respect of Krishan Kumar Khadaria in the matter of Nouveau Global Ventures Ltd.	Pursuant to adjudication order dated September 30, 2020 received on October 08, 2020 the penalty of Rs. 3,00,000 was required to be paid within 45 days from receipt of order. The penalty of Rs. 3,00,000 is paid on November 21, 2020.

(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.	The board of directors of the company had called its meeting on 30th May 2018 for consideration of annual audited standalone and consolidated financial results & statement for the quarter and year ended 31.03.2018 however the meeting was concluded without adoption of the accounts and subsequently a fresh meeting was held on 4th June 2018 for adoption of said financial results and final accounts. Consequent to it the company has delayed in submitting annual audited standalone and consolidated financial results for the quarter and year ended 31.03.2018 by five days as	31.03.2019	The Company has admitted the delay and made the timely compliance under this regulation during the year under review.	The Company has made the timely compliance under this regulation during the year under review.

	required under Regulation 33 of (Listing obligations and disclosure requirements) Regulations, 2015			
2.	The Company has not given prior intimation to stock exchange at least five days in advance regarding meeting of Board of Directors to be held on 04.06.2019 in which financial results for the quarter and year ended 31.03.2018 shall be discussed as required under Regulation 29 of (Listing obligations and disclosure requirements) Regulations, 2015	31.03.2019	The Company has admitted the delay and made the timely compliance under this regulation during the year under review.	The Company has made the timely compliance under this regulation during the year under review.
3.	The Company has submitted outcome of Board Meeting held on 14.11.2018 to BSE with delay of 18 hours and 52 minutes in which board has approved and considered the Un-audited	31.03.2019	The Company has admitted the delay and made the timely compliance under this regulation during the year under review.	The Company has made the timely compliance under this regulation during the year under review.



	financial result for the quarter and half-year ended 30.09.2018 as required under Regulation 30 of (Listing obligations and disclosure requirements) Regulations, 2015			
4	Regulation 34 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The Company has submitted annual report to BSE Limited with delay of 7 days.	31.03.2020	The Company has admitted the delay and made the timely compliance under this regulation during the year under review.	The Company has made the timely compliance under this regulation during the year under review.

**Place: Mumbai**

**Date: F005703C000536816**

**UDIN: 29.06.2021**

**For Shiv Hari Jalan & Co.**

**Company Secretaries**

**FRN: S2016MH382700**

Shivhari  
Jalan

Digitally signed by  
Shivhari Jalan  
Date: 2021.06.29  
14:35:37 +05'30'

**(Shiv Hari Jalan)**

**Proprietor**

**FCS No: 5703**

**C.P.NO: 4226**