



DHARA SHAH
Company Secretary

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Compliance Certificate

[Pursuant to provision to Section 383-A(I) of the Companies Act, 1956, read with Companies (Compliance Certificate) Rules, 2001]

Registration No. : L24100GJ1991PLC015530

Nominal Capital : Rs. 4,00,00,000/-

Paid-up Capital : Rs. 3,00,00,000/-

To,
The Members
Crestchem Limited

I have examined the registers, records, books and papers of **CRESTCHEM LIMITED** (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2014**. 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 in respect of the aforesaid financial year :

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The Company has filed the forms and returns as stated in Annexure "B" to this certificate. The Company was not required to file any forms and returns with Regional Director, Central Government, Company Law Board or other authorities.
3. The Company being a Public company no comments is required to be made.
4. The Board of Directors duly met 4 (four) times on 30th May, 2013, 09th August, 2013, 22nd November, 2013 and 07th February, 2014 in respect of which proper notice were given and the proceedings were properly recorded and signed Minutes Book are maintained for the purpose. However, as informed to us the Company has not passed any circular resolutions.



5. The Company had closed its Register of Members from 26th September 2013 to 30th September 2013 and necessary compliance of Section 154 of Act had been made.
6. The annual general meeting for the financial year ended on **31st March 2013** was held on **30th September 2013** after giving due notice to the members of the Company and the resolutions passed thereafter were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year.
8. The Company has not advanced any loan to its directors and/or persons or firms or companies referred in the Section 295 of the Act, during the financial year.
9. The Company has not entered into any contracts/transaction falling within the preview of Section 297 of the Act during the financial year.
10. The Company has made necessary entry in the Register maintained under Section 301 of the Act.
11. The provision of Section 314 of the Act was not applicable to the Company during the financial year.
12. The Company has not issued any duplicate share certificates.
13. The Company has :
 - (a) The Company has made transfers of shares but no transmission of shares was made during the financial year.
 - (b) As no dividend was declared, hence the provisions as to depositing the amount of dividend in a separate Bank Account are not attracted.
 - (c) As no dividend was declared, hence any payment/posting of warrants for dividend to any of the members.
 - (d) There was no unpaid or unclaimed dividend in any of the previous year's nor there was any amount on account of application money due for refund, matured deposits, matured debentures and the interest accrued thereon which remained unclaimed or unpaid for a period of seven years and hence the Company is not required to transfer the same to Investor Education and Protection Fund.
 - (e) The Company has duly complied with the requirements of Section 217 of the Act.



14. The Board of Directors of the Company is duly constituted and there was change in the Board of Directors during the financial year.
15. The Company is having paid up capital less than Rs. 5 Crore, the provisions of Section 269 of the Act was not applicable during the financial year.
16. The Company has not appointed sole-selling agents during the financial year.
17. As per explanation and information given to us the Company was not required to obtain approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
18. The Directors have given notices in regard to disclosures of their interest in other firms / companies.
19. The Company has not issued any shares / debentures during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company has not issued any preference shares and / or debentures during the financial year.
22. There were no transactions necessitating a company to keep in abeyance rights to dividend, rights to shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A and 58AA read with Companies (Acceptance of Deposits) Rules, 1975, during the financial year.
24. The Company has taken unsecured loans from directors.
25. The Company has not made any loans and advances or investments in other bodies corporate. Further the Company has not given any guarantee nor provided security to any body corporate during the financial year.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another during the financial year.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the financial year.



28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the financial year.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the financial year.
30. The Company has not altered the provisions of its Articles of Associations during the financial year.
31. No prosecution was initiated against the company. No fines and no penalties have been imposed on the company, during the financial year.
32. As per information given to me the Company has not received any money as security from its employee during the financial year.
33. As per information given to me the Company has not constituted the Provident Fund for its employees within the meaning of the provisions of Section 418 of the Act.

Place: Ahmedabad

Date : 30-05-2014

Signature : *Dhara S. Shah*
Name of Company Secretary: Dhara Shah
C. P. No. : 11187



ANNEXURES FORMING PART OF COMPLIANCE CERTIFICATE

ANNEXURE : “A” Registers as maintained by the Company:

1. Register of Members u/s. 150 of the Act.
2. Minutes Book of Board Meetings u/s. 193 of the Act.
3. Minutes Book of the General Meetings u/s 193 of the act.
4. Register of Disclosure of Interest u/s. 299 of the Act.
5. Register of Contracts, Companies, and Firms in which directors are interested u/s. 301 of the Act.
6. Register of particulars of Directors etc. u/s. 303 of the Act.
7. Register of Directors Shareholding u/s. 307 of the Act.
8. Other Registers :
 - Register of Transfer
 - Register of Attendance of Directors for Board Meeting
 - Register of Attendance of Members for AGM/EGM.

ANNEXURE: “B”

Forms and returns were filed by the Company with the Registrar of Companies during year ending **31st March 2014**:

With Registrar of Companies:

1. Form No. 66 for the financial year ended on 31/03/2013 was filed on 01/10/2013.
2. Form No. 23AC and 23ACA XBRL for the financial year ended on 31/03/2013 was filed on 11/10/2013.
3. Form No. 20 B for the financial year ended on 31/03/2013 (AGM: 30/09/2013) was filed on 14/11/2013.
4. Form 23B for the financial year ended on 31/03/2013 was filed on 12/10/2013.
5. Form 23 was filed on 30/10/2013.

With Regional Director: NIL – N.A.

With Central Government: NIL – N.A.

Place: Ahmedabad

Date : 30-05-2014

Signature : *Dhara S. Shah*
Name of Company Secretary: Dhara Shah
C. P. No. : 11187

