AGARWAL S. & ASSOCIATES

**Company Secretaries** 

D-427, 2<sup>nd</sup> Floor, Palam Extn., Ramphal Chowk, Sector 7, Dwarka, New Delhi-110075 Email Id: <u>sachinag1981@gmail.com</u> Phone: 011–45052182; Mobile: 9811549887

## SECRETARIAL COMPLIANCE REPORT OF SPL INDUSTRIES LIMITED For the year ended 31<sup>st</sup> March, 2019

We, Agarwal S. & Associates, Company Secretaries, have examined:

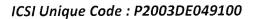
- (a) all the documents and records made available to us and explanation provided by SPL Industries Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant,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

for the year ended 31<sup>st</sup> March, 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) Regulation, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable for the period under review**
- (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 for the period under review
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; Not Applicable for the period under review



MSME Udyog Aadhaar Number: DL10E0008584

New De

- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable for 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 for the period under review*
- (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;

Sec.

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. Compliance Requiremen No (Regulations/ circulars / guidelines including speci clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary	
1. Regulation 30 (8) of Securities and Excha Board of India (List Obligations and Discloss requirements) Regulatio 2015, the listed entity s disclose on its website such events or informat which has been disclosed stock exchange(s) under regulation, and s disclosures shall be hosted the website of the list entity for a minimum pe of five years and thereafted per the archival policy of listed entity, as disclosed its website.	made disclosures on its website of all events or information which has been disclosed to stock exchange(s) under regulation 30 of the Securities and Exchange board of India (Listing Obligations and Disclosure requirements) Regulations, 2015. ed as he	on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures shall be hosted on the website of the listed entity for a minimum period	

- (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



Page 2 of 3

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.
Nil	Nil	Nil	Nil	

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

Sr.	Observations of	Observations made in the	Actions	Comments of the
No	the Practicing Company	secretarial compliance report for the year ended	taken by the listed entity,	Practicing Company Secretary on the
	Secretary in the		if any	actions taken by the
	previous reports	(The years are to be mentioned)		listed entity
N.A.	N.A.	N.A.	N.A.	N.A.

For Agarwal S. & Associates, Company Secretaries,

ICSI\_Unique Code: P2003DE049100 Signature:

Name of the Practicing Company Secretary: CS Sachin Agarwal FCS No.:5774 C P No.: 5910

Place: New Delhi Date: 30<sup>th</sup> May, 2019