



**Secretarial Compliance Report of Nilkamal Limited for the year ended  
31<sup>st</sup> March, 2020**

[Certificate issued pursuant to Circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019]

We, Pratik M. Shah, Company Secretaries have examined:

- (a) all the documents and records made available to us in physically and in electronic mode and explanation provided by Nilkamal 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, 2020 ("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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (e) SEBI (Depositories and Participants) Regulations, 2018

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 delay of one day in submission of Postal Ballot results with the Stock Exchanges beyond the Statutory time limit of forty eight hours as required pursuant to provisions of Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Company has however paid the fine of Rs. 11,800/- (Rupees Eleven Thousand Eight Hundred Only) to each of BSE Limited and National Stock Exchange of India Limited as levied by respective exchanges and complied with the said orders.
- (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) There were no 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.

*Note: Considering the situation due to pandemic "COVID 2019" and lockdown being declared nationwide, the process of audit has been modified. Some of the books, documents, records, e-forms (forms) and returns, registers, minutes were not verified physically and the same were made available in electronic mode and were verified on the bases of the representations received and made by the management of the Company, its officers, agents and authorised representatives for its accuracy and authenticity. Accordingly, wherever, in the report, words such as "examined", "review", "verification" being stated it should be construed as examination, review, verification of electronic records.*



Place: Mumbai  
Date: 26<sup>th</sup> May, 2020

A handwritten signature in blue ink, appearing to be "Pratik M. Shah", with a long horizontal stroke extending to the right.

**PRATIK M. SHAH**

Company Secretaries

FCS No.: 7431

CP No.: 7401

UDIN: F007431B000279560