

Anant Raj Limited

(Formerly Anant Raj Industries Limited)

CIN : L45400HR1985PLC021622

Head Off : H-65, Connaught Circus, New Delhi-110 001

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Telefax : (0124) 4265817



ARL/CS/13040

September 17, 2020

The Manager
Listing Dept.

The Secretary,

Kindly advise the same to the

Thanking You,
For Anant Raj Limited

Mitraj Palan
Company Secretary
AC/18

Encl: As above



PRIYA JINDAL
36, Lok Nayak Apartments,
Sector-9, Rohini, Delhi-110085

The Company Secretary
Anant Raj Limited,
Plot No. CP-1,
Sector-8 IMT Manesar
Gurgaon-122051

Sub: Annual Secretarial Compliance Report

Sir/ Madam,

I, Priya Jindal, Practicing Company Secretary have examined

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

for the year ended March 31, 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 and 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; - **Not Applicable as the Company has not issued any fresh issue of shares during the review period.**
- 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 as the Company has not buy back its shares during the review period.**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not Applicable as the Company has not issued any shares-based employee benefits during the review period.**

- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: - ~~Not Applicable as the Company~~ has not issued any debt securities 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 as the Company~~ has not issued any Non-Convertible and Redeemable Preference Shares 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, 2004 and Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.~~

and based on the above examination and considering the information provided by the Ministry of Corporate Affairs and Securities and Exchange Board of India concerned due to the spread of the COVID-19 pandemic, I hereby report that, during the review Period

- up) The listed entity has complied with the provisions of the above Regulations and securities and exchange board of India concerned, except in respect of matters specified below:

Sl. No.	Regulations / Requirements / provisions / direction / guidelines / instructions / specific clause	Observations	Observations / Remarks of the Presiding Company Secretary
1	As per Regulation 31 of SEBI (LODR) Regulations 2015, the listed entity shall submit to the Stock exchange a statement showing holding of securities and shareholding pattern separately for each class of securities. In the event specified by the Board from time to time not a quarterly basis, within twenty one days after the end of each quarter.	Per the Charter dated 20 th September, 2020 the Company shall the Shareholding pattern on October 31, 2019 i.e. with a delay of one day.	The Company shall the Shareholding Pattern with a delay of one day for the quarter ended 30 th September, 2019.
2	As per Regulation 19(1) of SEBI (LODR) Regulations 2015, the Board of Directors shall have optimum composition of executives and non-executive Directors with at least one woman director and not less than fifty per cent. of the Board of Directors shall comprise of non-	As on April 01, 2019, the composition of Board of Directors consisted of 9 Directors including 3 women and 6 non-women and	One Director resigned on 13 May, 2019. Hence, the composition of the Board of Directors was notified.

		Executive Directors	4 Independent Directors.		
			And as per proviso to Reg. 17(1)(b), where the regular non-executive chairperson is a promoter of the listed entity, at least half of the board of directors of the listed entity shall consist of Independent Directors. Therefore the Composition was not in compliance of Reg. 17(1).		
3.	As per Section 123 of the Companies Act, 2013 if Dividend has been declared by the Company, it has to be paid within a period of 30 days from the date of the declaration to any shareholder.	The Company has made a delay of two days in the payment of Dividend to its Shareholders.	As per letter received by the Company, the Promoters of the Company have waived off the receipt		

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
1	NSE and BSE	Non-compliance	The Stock Exchange(s) had	The composition of

under Regulation 17(1) of SEBI (LODR) Regulations 2015

levied the penalty for the quarter ended on June 2019.

Board of director consisted of 5 promoter Directors and 4 Independent Directors as on March 31, 2019. One Promoter Director resigned on 22 May, 2019. Hence, the Discrepancy in composition of the Board of Directors stand rectified.

Further the Company has paid the Penalty levied by the Exchange(s).

2

NSE and BSE

Non-compliance under

The Stock exchange(s) has levied Penalty

The meetings of Equity Shareholders,

Board of Directors (LODR) Regulations 2015

for failure to disclose financial results for the quarter Chairman

for failure to disclose financial results for the quarter Chairman

for failure to disclose financial results for the quarter Chairman

The

				Chairperson appointed by the Hon'ble NCLT submitted the report on 12 th July, 2019 before the
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Hon'ble NCLT and thereafter provided the same along with scrutinizer report to the Company.

Proper Disclosure of the Voting results were made by the Company on the

Stock Exchange (s) and NSDL e-voting Portal and on the Website of the Company as soon as receipt of report from Chairperson appointed by the Hon'ble NCLT.

The report, therefore had been disclosed in the Public Domain within 48 hours of receiving the report.

3	NSE	Non-Compliance	The Stock	The Company
		of Regulation 30 of the SEBI (LODRS)	exchange regarding any delisting or takeover	that the company is not in a position to

		Regulations, 2015	(including impending announcement) which in the opinion of the Company have a bearing on the price / volume behavior in the scrip of the Company.	industry related and factors external to Company.
				The Promoters/ Directors/KMPs have complied with all the laws in respect to sale or purchase of shares of the Company.

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 March 31, 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	The composition of Board of	In the previous	On May 22, 2019 one of the	With effect from May 22,

	On Board of Director report dated May 30, 2019, it was reported that the composition of Board of directors of Company consisted of 5 Promoter Directors and 4 Independent Director as on March 31, 2019. One Promoter Director has resigned on 22 May, 2019. Hence as on the date of this report the Discrepancy in composition	of Board of Director report dated May 30, 2019, it was reported that the composition of Board of directors of Company consisted of 5 Promoter Directors and 4 Independent Directors as on March 31, 2019, which was not in line with the provisions of Regulation	of Board of Director report dated May 30, 2019, it was reported that the composition of Board of directors of Company consisted of 5 Promoter Directors and 4 Independent Directors as on March 31, 2019, which was not in line with the provisions of Regulation	of Board of Director report dated May 30, 2019, it was reported that the composition of Board of directors of Company consisted of 5 Promoter Directors and 4 Independent Directors as on March 31, 2019, which was not in line with the provisions of Regulation	of Board of Director report dated May 30, 2019, it was reported that the composition of Board of directors of Company consisted of 5 Promoter Directors and 4 Independent Directors as on March 31, 2019, which was not in line with the provisions of Regulation
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	of the Board of Directors stand	17(1) of SEBI (LODR) Regulations,		
	rectified.	2015.		

We further report that, the listed entity has complied with points 6(A) and 6(B) as mentioned in SEBI Circular No. CIR/CFD/CMDI/114/2019 dated October 18, 2019 and that they have incorporated all the terms and conditions in the respective appointment letter/supplemental letter issued to the Statutory Auditor.

Place: New Delhi
Date: 05.08.2020
UDIN: A052116B000547831

PRIYA
JINDAL

Digitally signed by
PRIYA JINDAL
Date: 2020.08.05
16:51:53 +05'30'

Priya Jindal
CP No.:20065