

LATL:CS:REG24A:2020-21

Date : 18.06.2020

BSE Limited
Listing Compliance Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

National Stock Exchange of India Limited
Listing Compliance Department
Exchange Plaza, C-1 Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400051

Company Code : 532796**Company Code : LUMAXTECH**

Subject: Annual Secretarial Compliance Report pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, kindly find appended hereto, the Annual Secretarial Compliance Report of the Company for the Financial Year ended 31st March, 2020 duly issued by Mr. Maneesh Gupta, Practicing Company Secretary (FCS 4982).

You are requested to take the same on records and oblige.

Thanking you,

Yours faithfully,
For **LUMAX AUTO TECHNOLOGIES LIMITED**



ANIL TYAGI
COMPANY SECRETARY
M.NO. A-16825



Encl.: as above

Lumax Auto Technologies Limited

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New Delhi - 110046, India

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MANEESH GUPTA

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**ANNUAL SECRETARIAL COMPLIANCE REPORT OF LUMAX AUTO
TECHNOLOGIES LIMITED FOR THE YEAR ENDED MARCH 31, 2020**

Lumax Auto Technologies Limited,
2nd Floor, Harbans Bhawan-II
Commercial Complex,
Nangal Raya,
New Delhi-110 046

Sub: Secretarial Compliance Report

Sir/ Madam,

I, Maneesh Gupta, Practicing Company Secretary have examined

- a) all the documents and records made available to us and explanation provided by the Lumax Auto Technologies Limited (“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 to the Company 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 to the Company during the review period.**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not Applicable to the Company during the review period.**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable to the Company 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 to the Company 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, 2018

and circulars /guidelines issued thereunder;

and based on the above examination, I 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.
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued together in so far 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
1	NSE	Non-compliance with Regulation 44 of SEBI (LODR) Regulations 2015	Letter to reject the waiver request of fine amounting to Rs. 10,000 levied for non-compliance or delayed compliance for SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 03, 2018, that company has failed in submission of voting results in forty eight hours for the postal ballot conducted on March 21, 2019.	The Company has filed a preliminary reply stating that the office of the Company is closed due to Covid-19 and will file a proper reply once the Office re-opens. The matter is still pending.
2	NSE	Clarification -Corporate Governance Report submitted under SEBI (LODR)	Letter for clarification on the Special Resolution passed for Re-appointment of Mr. Avinash Prakash Gandhi, as an Independent Director (Non-Executive Director) who exceeds the age of 75	The Company has replied that the Company was required to have 5 independent directors, which

		Regulations, 2015 for quarter ended September 30, 2019	years as on April 01, 2019, while SR for his re-appointment for 5 years was passed on August 23, 2019.	are already there. Mr. A P Gandhi is the 6 th independent director, hence there is no violation.
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d) The listed entity has taken the following actions to comply with the observations made in previous reports: - **Not Applicable as there were no observations which require action.**

Place: New Delhi
Date: June 16, 2020
UDIN: F004982B000347280

Signature
Maneesh Gupta
FCS No.: 4982
CP No.: 2945