



**Secretarial Compliance Report of M/s. Amco India Limited for the year ended on
31st March, 2019**

We, M/s. Mohit Bajaj & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. Amco India 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 31st 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) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (*not applicable during the year 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 during the year under review*);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (*not applicable during the year under review*);



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 *(not applicable during the year under review)*;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 *(not applicable during the year 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;
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.

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. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
Nil			

* There was a delay in filing in Corporate Governance Report(s) as prescribed under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, but, it does not tantamount as qualification/ observation as specified under Clause (a) above.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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 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.	BSE Limited ("BSE")	Regulation 27(2)	Fine of INR 70,800/- was imposed by the BSE	The listed entity filed the CG Report and duly paid the Late filing fee.
		Regulation 17(1)	Fine of INR 5,31,000/- was imposed by the BSE	The listed entity submitted explanation that there was not any non compliance as the Board of the Company is duly constituted and it has appointed Woman Director on it's Board as specified under Regulation 17(1)(a) of SEBI (LODR) Regulations, 2015.
		Regulation 18(1)	Fine of INR 2,12,400/- was imposed by the BSE	The listed entity submitted explanation that there was not any non compliance as the Audit Committee of the Company is properly constituted as specified under Regulation 18(1) of SEBI (LODR) Regulations, 2015.
		Regulation 19(1)/ 19(2)	Fine of INR 2,12,400/- was imposed by the BSE	The listed entity submitted explanation that there was not any non compliance as the Nomination & Remuneration Committee of the Company is properly constituted as specified under Regulation 18(1) of SEBI (LODR) Regulations, 2015.
		Regulation 20(2)	Fine of INR 2,12,400/- was imposed by the BSE	The listed entity submitted explanation that there was not any non compliance as the Stakeholder Relationship Committee of the Company is properly constituted as



				specified under Regulation 18(1) of SEBI (LODR) Regulations, 2015.
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(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

Place: New Delhi

Date: 29.05.2019

For **Mohit Bajaj & Associates**
Company Secretaries



Mohit Bajaj
ACS No.: 33214
C.P. No.: 15321