



ANNUAL SECRETARIAL COMPLIANCE REPORT OF NEIL INDUSTRIES LIMITED FOR THE YEAR ENDED MARCH 31, 2020

I, have examined: -

- (a) all the documents and records made available to us and explanation provided by **Neil 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 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under 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; **N/A**
- (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; **N/A**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations,2014; **N/A**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008; **N/A**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; **N/A**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 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 there under, except in respect of matters specified below:

S.No.	Compliance Requirement	Deviations	Observations/Remark
1.	Reg 18(1)(d) The chairperson of the audit committee shall be present at Annual general meeting to answer shareholder queries.	The chairman of the audit committee was absent in the last Annual General Meeting.	As informed the Chairman of the Audit Committee was not present due to his ill health.



- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.
- (c) As informed to us, there are no actions taken against the listed entity/ its promoters 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.
- (d) The reporting of actions taken against listed entity to comply with the observations made in the previous reports does not arise.

Place: Kanpur

UDIN: F010363B000526846

Date: 30/07/2020

V. Agnihotri & Associates

Vaibhav Agnihotri

CS Vaibhav Agnihotri

(Proprietor)

F CSNo.: 10363

CP No.: (21596)

