



NARMADA GELATINES LIMITED

NGL/sec/

The Bombay Stock Exchange Ltd.
Corporate Relationship Department
1st Floor, New Trading Ring, Ratunda Bldg.,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

July 19, 2019

BSE Security Code: 526739

Sub: Annual Secretarial Compliance Report as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018

Dear Sir,

Enclosed please find herewith Annual Secretarial Compliance Report for the year ended 31st March, 2019 as required under SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 **as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.**

Request you to kindly take the same on your records.

Thanking you,

Yours truly,
For Narmada Gelatines Limited

Mahesh Verma
Company Secretary



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Web : www.narmadagelatines.com, CIN - L24111MP1961PLC016023



DR. ASIM KUMAR CHATTOPADHYAY
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Secretarial Compliance Report of Narmada Gelatines Limited

for the year ended March 31, 2019

(pursuant to SEBI - CIR/CFD/CMD1/27/2019 Dated February 08, 2019)

The Members,
Narmada Gelatines Limited
Caravs, Room No. 28
15 Civil Lines,
Jabalpur – 482 001

I, Dr. Asim Kumar Chattopadhyay, Practicing Company Secretary (FCS No. 2303, Certificate of Practice No. 880) have examined:

- (a) all the documents and records made available to us and explanation provided by Narmada Gelatines 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 31.03.2019 ("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;
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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, 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
	NONE		

- (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 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, if any.
	NONE			

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **No such observation(s), hence no action to be taken by listed entity.**



Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	NONE			


A. K. Chattopadhyay
 Company Secretary
 C. P. No. 880 (Whole Time)
 FCS - 2303

Dr. Asim Kumar Chattopadhyay
Practising Company Secretary
FCS No. 2303
Certificate of Practice No. 880

Date: 27th April 2019

Place: Jabalpur