VIPPY SPINPRO LTD.
14-A, Industrial Area, A.B. Road, Dewas 455 001 (M.P.) India. Phone: +91-7272-258251-52, Fax: +91-7272-400121
Email: admin@vippyspinpro.com, Web : www.vippyspinpro.com

VSL/2019-20/ 539
30.05.2019

To,
Department of Corporate Services
BSE Ltd.
P.J. Towers, Dalal Street,
Mumbai-400001

Sub: Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2019

Script Code: 514302

Dear Sir,

Please find enclosed herewith Annual Secretarial Compliance Report for the year ended 31st March, 2019 in compliance with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019.

Please receive the same and take on your records.

Thanking you
Yours Faithfully

For Vippy Spinpro Ltd.

Satyanarayan
Satyanarayan Patidar
Company Secretary

Enclosed: as above

ISO 9001
BUREAU VERITAS
Certification
Excluding Design

SHILPESH DALAL & CO.
PRACTISING COMPANY SECRETARY
219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg,
Janjeer Wala Square, Indore (M.P.) -452 003
Ph. 0731-4094803 Fax: 0731-2560690
Mob.94250-56686
E-mail : csshilpeshdalal@gmail.com

SECRETARIAL COMPLIANCE REPORT
OF
VIPPY SPINPRO LIMITED
for the year ended 31.03.2019

CIN : L01710MP1992PLC007043

BSE Code: 514302

To,
The Board of Directors
Vippy Spinpro Ltd.
414, City Centre, 570, M. G. Road,
Indore-452001

I Shilpesh Dalal, Practicing Company Secretary, (PCS-4235) have examined:

(a) all the documents and records made available to me and explanation provided by Vippy Spinpro 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");

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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, as there was no such transaction during the 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, as there was no such transaction during the Period)

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company, as there was no such transaction during the Period)

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company, as there was no such transaction during the 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, as there was no such transaction during the Period)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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, 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
1	Regulation 31(2) & (3) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Some Physical shares held by promoters group required to be in Dematerialised Form.	Such Physical shares were transferred to promoters group on 30.03.2019 and such shares held by promoters group were in physical form as on 31.03.2019

(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.

SHILPESH DALAL & CO.
INDORE
COMPANY SECRETARIES

(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:

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

For, Shilpesh Dalal & Co
Company Secretaries

Shilpesh Dalal
Proprietor
Place: Indore
Date : 28.05.2019

FCS No.: 5316
C P No.: 4235