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4<sup>th</sup> May, 2019

Listing Compliance Department  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**Scrip Code: 507987**

**Sub.: Annual Secretarial Compliance Report from a Practicing Company Secretary for  
the year ended 31<sup>st</sup> March, 2019, as per Circular No. CIR/CFD/CMD1/27/2019 dated  
8th February, 2019 issued by SEBI.**

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Dear Sir,

We are enclosing herewith Annual Secretarial Compliance Report from a Practicing Company Secretary for the year ended 31<sup>st</sup> March, 2019 as per Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 issued by SEBI.

Kindly take the same on record of the Stock Exchange.

Thanking you,

Yours faithfully,

For **JUPITER INDUSTRIES &  
LEASING LIMITED**

**HEMANT D. SHAH**  
Managing Director

HDS/arl

**ANNUAL SECRETARIAL COMPLIANCE REPORT**  
**OF**  
**JUPITER INDUSTRIES AND LEASING LIMITED**  
**FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019**

*[Pursuant to circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 issued by  
Securities and Exchange Board of India]*

We, **K.C. Nevatia & Associates**, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **Jupiter Industries and Leasing Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (c) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



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

(d) Securities and Exchange Board of India (Depositories and participants) Regulations, 2018;

(e) 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
1.	Regulation 14 of SEBI (LODR), 2015	Annual Listing Fees not paid to BSE Ltd. from F.Y. 2016-17 to 2018-19 except payment of Rs. 1,00,000/- on 09/01/2019	Paucity of funds due to no business activities since 1994
2.	Regulation 46 and 62 of SEBI (LODR), 2015	Website not maintained	Due to no business and no employee
3.	Regulation 6 (1) of SEBI (LODR), 2015	Appointment of qualified Company Secretary as Compliance Officer	Due to no business activities since 1994 and the company not having any employee
4	Regulation 31 (2) of SEBI (LODR), 2015	100% Shareholding of promoter(s) and promoter group is held in physical form	It is required to be held in demat form
5	Clause 4 of the Schedule B of SEBI (PIT) Regulations, 2015	Trading window not closing	The company has assured to comply this regulation from



			next financial year
6	Regulation 8 of the of SEBI (PIT) Regulations, 2015	Code of fair Disclosure not adopted	The company has assured to comply this regulation from next financial year
7	Regulation 9 of the of SEBI (PIT) Regulations, 2015	Code of conduct not adopted	The company has assured to comply this regulation from next financial year

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder to the extent as mentioned above, insofar 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 either by SEBI or by Stock Exchange (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.
1.	BSE Ltd.	Company has not appointed the qualified Company Secretary as the Compliance Officer under Regulation 6(1) of SEBI (LODR), 2015	Rs. 1,08,560/- (including GST) Calculated upto February 12 <sup>th</sup> , 2019	The company has submitted its explanation to BSE Ltd and the matter is being followed up with the said exchange

(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 AS THIS BEING THE FIRST REPORT				

**For K. C. Nevatia & Associates**

Company Secretaries



K. C. Nevatia

Proprietor

FCS No.: 3963

C P No.: 2348

**Place:** Mumbai

**Date:** 03/05/2019