

ASAL

Automotive Stampings and Assemblies Limited

CIN: L28932PN1990PLC016314

ASAL/SE/2020-21

July 1, 2020

The Executive Director,
BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Bldg., P.J. Towers,
Dalal Street, Mumbai 400 001

The Executive Director,
**National Stock Exchange of India
Ltd.**
Exchange Plaza,
Bandra (East),
Mumbai 400 051

Scrip Code: **520119**

Scrip Code: **ASAL**

**Sub: Annual Secretarial Compliance Report under Regulation 24A of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2020.

This is for your information and records.

Thanking you,

Yours faithfully,
For **Automotive Stampings and Assemblies Limited**



Ashutosh Kulkarni
Company Secretary
M. No. ACS – 18549
Encl: as above



Website: www.autostampings.com

Regd. Off: TACO House, Plot No- 20/B FPN085, V.G. Damle Path, Off Law College Road, Erandwane, Pune: 411004
Chakan Gat No 427 Medankarwadi, Chakan, Tal Khed, Dist Pune –410 501 Tel: 91 2135 679800-03
Halol: Survey No 173, Village Khakharia, Taluka. Savali, Dist: Vadodara, Halol – 389 350, Gujarat Telefax: 91 2667 288042, 09377666122
Uttarakhand: Plot No 71, Sector 11 Integrated Industrial Estate, Pantnagar, US Nagar 263153 State- Uttarakhand Tel: 91 05944250652

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Secretarial Compliance Report

of **Automotive Stampings and Assemblies Limited** for the financial year ended 31st March, 2020

We, C.S. Kelkar & Associates, Company Secretaries in practice, have examined:

- (a) all the documents and records made available to us and explanation provided by **Automotive Stampings and Assemblies 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, 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 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, 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 .

Address: 102 Manikprabhu Apts., 40/3 Bhonde Colony, Off Karve Rd., Erandawane. Pune - 411 004.

Contact: +91 20-25454968 / 65249531 / 25420223 | **Email:** csk@kelkarcs.com

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

- (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 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. N.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letters, debarment etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	Nil	Nil	Nil	Nil

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. N.	Observations/ remarks of the Practicing Company Secretary in the previous report	Observations made in the secretarial compliance report for the year ended (The years are to be mentioned)	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	The Chairperson of the Company has ceased to be a Director on attaining the superannuation w.e.f. February 5, 2019 and in the Board Meeting held on March 12, 2019 the Board	F.Y. 2018-19	The Company has appointed Mr. Ramnath Mukhija, Non- Executive Independent Director as regular Chairperson till February 4, 2019. Mr. Ramnath Mukhija retired from the close of	The Company has appointed Mr. Pradeep Bhargava, Non- Executive Independent Director as regular Chairperson of the Board at Board meeting

	<p>has appointed one of the Independent Director as Chairman of the Meeting. In the absence of appointment of any other person as Chairperson of the Company, the compliance under regulation 17 (1) (b) of Listing Regulations, during that period cannot be ascertained.</p>		<p>working hours i.e. February 04, 2019, on attaining the age of retirement in accordance with Governance Guidelines on Board Effectiveness adopted by the Company.</p> <p>The Company has appointed Mr. Pradeep Bhargava, Non-Executive Independent Director as regular Chairperson of the Board at Board meeting held on April 24, 2019.</p>	<p>held on April 24, 2019 and the action taken by the Company is satisfactory.</p>
2	<p>Composition of Stakeholders Relationship Committee in terms of Regulation 20 of SEBI (LODR) Regulations 2015 and email observation dated October 26, 2018 received from BSE relating to Corporate Governance Report. Stakeholders Relationship Committee has only one Member wef September 6, 2018 till the reconstitution of Committee dated October 26, 2018</p>	F.Y.2018-19	<p>During the quarter ended September, 2018, Mr. Ajay Tandon stepped down as a Non-Executive Director of the Company upon reaching superannuation with effect from the close of business hours of September 5, 2018 and hence consequently ceased to be a member of the Stakeholders Relationship Committee apart from other Board Committees. The Board of Directors of the Company at its meeting held on October 26, 2018, approved and reconstituted the</p>	<p>The Board of Directors of the Company at its meeting held on October 26, 2018, approved and reconstituted the Stakeholders Relationship Committee in terms of Companies Act, 2013 and Listing Regulations. There was no Board meeting held post superannuation date of Mr. Ajay Tandon i.e. September 5, 2018 till October 26, 2018, the Stakeholders Relationship Committee of the</p>

			Stakeholders Relationship Committee in terms of Companies Act, 2013 and Listing Regulations. There was no Board meeting held post superannuation date of Mr. Ajay Tandon i.e. September 5, 2018 till October 26, 2018, the Stakeholders Relationship Committee of the Company could not be represented through adequate number of members in the interim.	Company could not be represented through adequate number of members in the interim. The action taken by the Company is satisfactory.
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For C. S. Kelkar & Associates
Company Secretaries



C. S. Kelkar
Partner

FCS 2784, CP No. 1891
UDIN : F002784B000270271

Date : 22nd May, 2020
Place : Pune

Address: 102 Manikprabhu Apts., 40/3 Bhonde Colony, Off Karve Rd., Erandawane, Pune - 411 004

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