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**REGENCY TRUST LTD.**

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May 28, 2019

To,  
BSE Limited,  
P.J. Towers, Dalal Street,  
Mumbai - 400 001

**Scrip Code** : **511585**  
**Sub** : **Secretarial Compliance Report for the year ended March 31, 2019**

Dear Sirs,

The Secretarial Compliance Report of Practising Company Secretary for the year ended March 31, 2019 is enclosed herewith.

You are requested to take note of the same.

Thanking You,

Yours faithfully,

For **Regency Trust Limited**

**Rajesh Kapoor**  
**Director (Finance)**  
**DIN - 02757121**



**SECRETARIAL COMPLIANCE REPORT OF REGENCY TRUST LIMITED  
FOR THE YEAR ENDED MARCH 31, 2019**

I, CS Maithili Nandedkar, have examined:

- a) all the documents and records made available to us and explanation provided by **REGENCY TRUST 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, 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 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:- NIL

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

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.

b) 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: Not applicable

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
Not Applicable				





- c) 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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

For Maithili Nandedkar & Associates,  
Practicing Company Secretaries,

*M. N. Nandedkar*



**CS Maithili Nandedkar**  
Proprietor  
FCS: 8242, C P No. 9307

Place: Mumbai  
Date: May 28, 2019