

Elegant Floriculture & Agrotech (India) Limited

101, Sagarika CHS Ltd., Plot No. 89, Juhu Tara Road,
Santacruz (W), Mumbai - 400 049. Tel. : 6708 4881 / 82 / 83
Email : elegantflora2012@gmail.com

Date: 30th May, 2019

To,
BSE Limited
Department of Corporate Service
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Ref: **Security Code - 526473**
Sub: **Submission of Annual Secretarial Compliance Report under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015**

Dear Sir / Madam,

In terms of Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; we are enclosing herewith Annual Secretarial Compliance Report of the Company issued by M/s. N. Bagaria & Associates, Practicing Company Secretaries, Mumbai, for the year ended 31st March, 2019.

Kindly take the same on your records.

Thanking you.

Yours faithfully,
For Elegant Floriculture & Agrotech (India) Limited

Rajkumar Agarwal
DIN: 00127496
Director



Encl: as above



N. Bagaria & Associates
Company Secretaries

Shah Arcade 1, A Wing,
1st Floor, Rani Sati Road,
Near Western Express Highway,
Malad (E), Mumbai – 400 097
Phone 022 2888 4504/10
Fax 022 2888 1721
E-mail n_bagaria@hotmail.com

**Secretarial Compliance Report of
Elegant Floriculture & Agrotech (India) Limited
for the year ended 31st March, 2019**

To,
Elegant Floriculture & Agrotech (India) Limited
CIN L01110MH1993PLC073872
101, Sagarika CHS Ltd ,
Plot No 89, Juhu Tara Road,
Opp Palm Grove Hotel,
Santacruz (West),
Mumbai - 400 049

We, M/s N Bagaria & Associates, Practising Company Secretaries, Mumbai have examined

- (a) all the documents and records made available to us and explanation provided by Elegant Floriculture & Agrotech (India) Limited (having CIN L01110MH1993PLC073872),
- (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 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"),



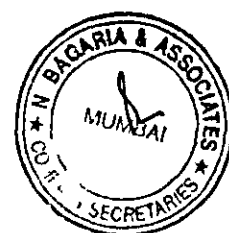
The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include -

- (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 (Not applicable to the Company during the Audit 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 during the Audit Period),
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the Audit Period),
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit 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 during the Audit Period),
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015,
- (i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018,

and circulars/ guidelines issued thereunder,

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 6(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Appointment of qualified Company Secretary as the Compliance Officer of the Company	The Company Secretary cum Compliance Officer of the Company has resigned w e f 12 th December, 2018 The Company did not fill the vacancy of Compliance Officer till the end of the reporting period i e March 31, 2019	The Company did not appoint Compliance Officer till the end of the reporting period i e March 31, 2019 However, the Company Secretary cum Compliance Officer is appointed w e f 30 th May, 2019
2	Regulation 47(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Publishing in newspaper the notice of meeting of the board of directors where financial results shall be discussed	The Company has not published in newspapers the notice of meeting of the Board of Directors where financial results shall be discussed	The Company has intimated the Stock Exchange about the meeting of Board of Directors, but it has not published in newspaper the notices convening the Board meetings
3	Regulation 47(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Publishing in newspaper the financial results of the Company	The Company has not published in newspapers the financial results of the company except financial results for the quarter ended 30 th September, 2018	The Company has intimated the Stock Exchange about the financial results, but it has not published the financial results in newspaper except for the quarter ended 30 th September, 2018

- (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/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. 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 Limited	Non-compliances of certain clauses of the Listing Agreement	The trading in equity shares of the Company was suspended w e f 1 st December, 2014 and SOP Fme of Rs 1501000/- was levied	The Company has complied with all the provisions of the norms for revocation of suspension of trading in equity shares of the company and subsequently the suspension was revoked w e f 24 th September, 2018

(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
Not Applicable				

For N. Bagaria & Associates
Company Secretaries

N. Bagaria

Narottam Bagaria
Partner



FCS No. - 5443
C P. No - 4361

Place: Mumbai
Date 30th May, 2019