

To

Dt.18.05.2019

The General Manager
Department of Corporate Services,
BSE Limited
P.J Towers, Dalal Street, Fort,
Mumbai-400001

Dear Sir,

RE: Applicability of Annual Secretarial Compliance Report vide circular dated: February 8, 2019

With reference to the above caption subject we submitted the said Annual Secretarial Compliance Report under the Regulation 24A of SEBI(Listing Obligations and Disclosure Requirements)(Amendment) Regulations,2018 read with BSE Circular dated February 8,2019,for the Financial Year ended on 31.03.2019

This is for your information and records.

For Narayani Steels Limited

Arun Kumar Meher

Arun Kumar Meher
Company Secretary



Steel



Coal



Minerals



Import



Export



Logistics



Warehousing



Agriculture



Brokerage

M/S. AMARNATH TRIPATHY & CO.

Company Secretaries

Flat No.- 402, Amrita Residency, Near Pal Heights,
Jayadev Vihar, Bhubaneswar, Khordha, Odisha-751013

E-mail: amaranth.tripathy@yahoo.com

Mob. No.- +91-8895275075

Annex-A

**Secretarial Compliance Report of
M/s. Narayani Steels Limited (L27109WB1996PLC082021)
for the year ended 31.03.2019**

I Amarnath Tripathy, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. Narayani Steels Limited (L27109WB1996PLC082021) ,
- (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 31.03.2019 ("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;



M/S. AMARNATH TRIPATHY & CO.

Company Secretaries

Flat No.- 402, Amrita Residency, Near Pal Heights,
Jayadev Vihar, Bhubaneswar, Khordha, Odisha-751013

E-mail: amaranth.tripathy@yahoo.com

Mob. No.- +91-8895275075

- (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;
- (i) Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999
- (j) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 1993;
- (k) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
- (l) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- (m) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009
- (n) Securities Exchange Board of India (Regulatory Fee on Stock Exchanges) Regulations, 2006
- and circulars/ guidelines issued thereunder; and based on the above examination, I/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
NIL	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 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:



M/S. AMARNATH TRIPATHY & CO.

Company Secretaries

Flat No.- 402, Amrita Residency, Near Pal Heights,
Jayadev Vihar, Bhubaneswar, Khordha, Odisha-751013

E-mail: amaranth.tripathy@yahoo.com

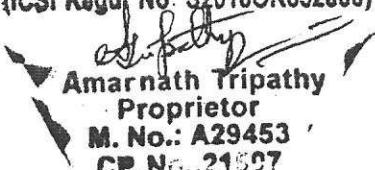
Mob. No.- +91-8895275075

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.
NIL	NIL	Nil	NIL	NIL

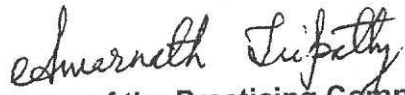
(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (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
Nil	Nil	Nil	Nil	Nil

For AMARNATH TRIPATHY & CO
Company Secretaries
(ICSI Regd. No. S2018OR652000)


Amarnath Tripathy
Proprietor
M. No.: A29453
CP. No.: 21507

Place: Visakhapatnam
Signature:
Date: 18/05/2019


Name of the Practicing Company Secretary
ACS/ FCS No.: A29453
C P No.: 21507