



CCL PRODUCTS (INDIA) LIMITED

Corporate Office : 7-1-24/2/D, "Greendale",
Ameerpet, Hyderabad - 500016, T.S., India.
TEL : +91 - 40 - 23732455 FAX : +91 - 40 - 23732499
E-mail : info@cclproducts.com Website : www.cclproducts.com

13th May, 2019

To
The Corporate Relations Department
Bombay Stock Exchange
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Dear Sir

**Sub: Submission of Secretarial Compliance Report under Regulation 24A
of SEBI (LODR) Regulations, 2015
Ref: Our Company Code – 519600**

Please find enclosed herewith the Secretarial Compliance Report for the financial year ended 31st March, 2019 as per Regulation 24A of SEBI (LODR) Regulations, 2015.

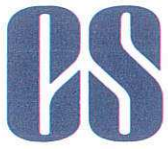
This is for your information and necessary records.

Regards,

For **CCL Products (India) Limited**

Sridevi Dasari
Company Secretary & Compliance Officer

Encl: as above



Secretarial Compliance Report
of
CCL PRODUCTS (INDIA) LIMITED
For the Financial Year ended 31.03.2019

We, P S. Rao & Associates, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **CCL PRODUCTS (INDIA) LIMITED**, having its Registered Office at Duggirala, Guntur – 522330, hereinafter referred to as “**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 31.03.2019 (“01.04.2018 to 31.03.2019”) 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 (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 (Issue of Capital and Disclosure Requirements) Regulations, 2018; - *Not Applicable during the audit period*
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - *Not Applicable during the audit period*
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - *Not Applicable during the audit period*

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- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - *Not Applicable during the audit period*
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - *Not Applicable during the audit period*
- (i) The Depositories Act, 1996:
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

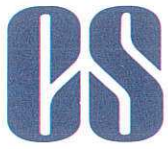
and circulars/ guidelines issued thereunder;

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
01	Regulation 29(2) (Listing Obligation and Disclosure Requirements), Regulation 2015	1 day delay in furnishing prior intimation of Board Meeting to the BSE & NSE	As discussed and informed by the management, the referred delay of 1 day was caused primarily on account of misinterpretation of "working day" while calculating the number of days for the purpose of prior intimation of Board Meeting which was convened for considering declaration of Interim Dividend.

PS Rao



- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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 No.	Action taken by	Details of violation	Details of action taken Eg. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	BSE and NSE	1 day delay in furnishing prior intimation of Board Meeting to the BSE & NSE	Notice of non compliance was served, requiring the Company to pay a fine of Rs.10,000, both by BSE and NSE	The prescribed fine was paid to each of the said Stock Exchanges, the BSE and NSE

- (d) The Listed entity has taken the following the actions to comply with the observations made in previous reports : **Not Applicable**

Sr No.	Observations of the practicing Company secretary in The previous reports	Observation made in the Secretarial Compliance Report for the year ended	Action taken by the listed entity if any	Comments of the practicing Company secretary on the action taken by the listed entity

For P S. Rao & Associates
Company Secretaries



P.S.Rao
Partner

M. No. 9769
C.P. No.: 3829

Place : Hyderabad
Date : 11.05.2019