



June 11, 2020

To,  
The Secretary,  
Market Operations Department,  
The BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 023.

Capital Market Operations  
The National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Fl., Plot No.C/1,  
G Block, Bandra-Kurla Complex,  
Bandra (E),  
Mumbai – 400 051.

Scrip Code: 500003

Scrip Code: AEGISCHEM

Dear Sir,

**Sub. : Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2020**

**Ref. : SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019**

We are enclosing herewith the Annual Secretarial Compliance Report for the year ended March 31, 2020, issued by M/s. P. Naithani & Associates, Secretarial Auditor of the Company.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For AEGIS LOGISTICS LIMITED

MONICA GANDHI  
COMPANY SECRETARY

Encl. : As above

**AEGIS LOGISTICS LTD.**

**Corporate Office:** Unit No. 1202, Tower B, Peninsula Business Park, G.K. Marg, Lower Parel (W), Mumbai - 400 013, India.  
Tel: 022 - 6666 3666; Fax: 022 - 6666 3777; Email: aegis@aegisindia.com; Website: aegisindia.com  
**Registered Office:** 502, 5th Floor, Skylon, G.I.D.C. Char Rasta, Vapi - 396 195, Dist. Valsad, Gujarat, India.  
CIN No: L63090GJ1956PLC001032



# P. NAITHANI & ASSOCIATES

Company Secretaries

902, B Wing, Venus Tower, Veera Desai Road, Andheri (W), Mumbai - 400 053.

Tel.: 022- 2674 4476 Mobile: +91 98204 00325 | Email: [cs@careerimpact.in](mailto:cs@careerimpact.in)

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## **Secretarial compliance report of AEGIS LOGISTICS LIMITED for the year ended 31<sup>st</sup> March 2020**

I, Prasen Naithani, of P.Naithani & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by AEGIS LOGISTICS 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 31<sup>st</sup> March,2020 ,for the period from 1<sup>st</sup> April,2019 to 31<sup>st</sup> 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 as amended from time to time;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (d) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (f) SEBI (Depositories and Participants) Regulations, 1996 and SEBI (Depositories and Participants) Regulations, 2018

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:-

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

In respect of Compliance of Regulation 17(6)e(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company has passed enabling special resolution for payment of remuneration exceeding the prescribed limits as per said Regulation at the Annual General Meeting held on 9th August, 2018 when the resolution for reappointment of Managing Directors of the Company were passed for a further tenure of five years with effect from 1st April, 2019.

- (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:

| <b>Sr. No.</b> | <b>Action taken by</b> | <b>Details of violation</b> | <b>Details of action taken E.g. fines, warning letter, debarment, etc.</b> | <b>Observations / remarks of the Practicing Company Secretary, if any.</b> |
|----------------|------------------------|-----------------------------|--|--|
| NIL            |                        |                             |  |  |



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

| <b>Sr. No.</b> | <b>Observations of the Practicing Company Secretary in the previous reports</b> | <b>Observations made in the secretarial compliance report for the year ended...<br/>(The years are to be mentioned)</b> | <b>Actions taken by the listed entity, if any</b> | <b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b> |
|----------------|---|---|---|---|
| Not Applicable |   |   |   |   |

For P. Naithani & Associates  
Company Secretaries



Place: Mumbai  
Date: 10<sup>th</sup> June, 2020  
UDIN **F003830B000333071**

A handwritten signature in blue ink that reads "Prasen Naithani".

Prasen Naithani  
FCS No. 3830  
C.P. No. 3389