

01<sup>st</sup> July, 2020

<b>Corporate Relations Department</b> <b>BSE Limited</b> PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400 001  Scrip Code: 506194 Class of Security: Equity	<b>Listing Compliance Department</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051  Symbol: ARIHANTSUP Series: EQ
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**Sub.: Annual Secretarial Compliance Report for the FY 2019-20:**

Dear Sir/Ma'am,

With reference to the above captioned subject, and Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 & in terms of Clause 3 (b) (iii) of the SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 08, 2019 we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the Financial Year 2019-20 issued by M/s D. A. Kamat & Co., Practicing Company Secretaries.

Kindly take the same in your records and inform the stakeholders accordingly.

Thanking You,

Yours Faithfully,

**For & on behalf of the Board of Directors**

**Arihant Superstructures Limited**

ASHOKKUMA Digitally signed by  
ASHOKKUMAR B CHHAJER  
Date: 2020.07.01 14:51:43  
+05'30'  
R B CHHAJER

**Ashok Chhajer**

**Chairman & Managing Director**

**DIN: 01965094**

**ARIHANT SUPERSTRUCTURES LIMITED**

**CIN: L51900MH1983PLC029643**

**Regd. Office:** "Arihant Aura" 25th Floor, B-Wing, Plot No.13/1, TTC Industrial Area, Thane  
Belapur Road, Turbhe, Navi Mumbai Thane – 400705, Maharashtra

Tel No. - 022-62493333/62493344

Website: www.asl.net.in, Email: info@asl.net.in

# *D. A. KAMAT & CO.*

## **Practicing Company Secretaries**

**Head office:** A/308, Royal Sands, Shastri Nagar, Behind Infinity Mall, New Link Road, Andheri (West), Mumbai 400 053

**Branch Office:** 402, Goyal Trade Centre, Sona Talkies Building, Shantivan, Borivali (East), Mumbai-400 066

**Contact:** +91-7208023169, +91-9029661169 | [office@csdakamat.com](mailto:office@csdakamat.com) | [www.csdakamat.com](http://www.csdakamat.com)

**Date:** 26th June 2020

To,  
**The Board of Directors**  
**Arihant Superstructures Ltd**  
Navi Mumbai

**Subject: Annual Secretarial Compliance Certificate for Financial Year 2019-20**

Dear Sirs,

We have been engaged by ARIHANT SUPERSTRUCTURES LIMITED (hereinafter referred to as the 'Company') bearing CIN: L51900MH1983PLC029643 whose equity shares are listed on National Stock Exchange of India Limited and BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>TH</sup> February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner, which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

For the purpose of this Certificate, the submissions, records and documents maintained were checked physically for the period up to December 2019. However, for the quarter between January 2020 till March 2020, were checked electronically, based on the submissions received from the management of the Company.

**For, D. A. Kamat & Co**  
**Company Secretaries**  
**UDIN: F003843B000386313**



**D. A. Kamat**  
**Partner**  
**FCS 3843**  
**CP 4965**  
**Place: Mumbai**  
**Date: 26.06.2020**

# D. A. KAMAT & CO.

## Practicing Company Secretaries

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### Secretarial compliance report of Arihant Superstructures Limited for the Financial Year ended on 31<sup>st</sup> March 2020

We, M/s D. A. Kamat & Co, Company Secretaries, have examined:

- (a) All the documents and records made available to us and explanation provided by **Arihant Superstructures 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 ("Review Period") in respect of compliance with the provisions of:
  - i. The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - ii. 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 -

1. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018
3. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
4. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable to the Company during the year under review**
5. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 – **Not Applicable to the Company during the year under review**
6. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **Not Applicable to the Company during the year under review**
7. 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 year under review.**
8. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
9. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **Not Applicable to the Company during the year under review.**

# D. A. KAMAT & CO.

## Practicing Company Secretaries

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10. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [*Refer Note 1 at end of the Report*].

and based on the above examination, we hereby report that, during the Financial Year ending on 31<sup>st</sup> March 2020:

- (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	Submission of Financial Results for the Quarter ended March 2019.	The company had in its Board Meeting held on 27 <sup>th</sup> May 2019, approved the Audited Financial Statements as at 31 <sup>st</sup> March 2019. However, while the Company inadvertently failed to submit the standalone Audit Report for the Quarter/ Financial Year ended 31 <sup>st</sup> March 2019 while filing the Audited Financial Statements with BSE Limited.	The Company has submitted the revised and correct copy of the Audited Financial Statements (Stand-alone & Consolidated) along with the unmodified opinion of the Statutory Auditors in the required format on 18 <sup>th</sup> June 2020.

- (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	Actions Taken	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 has issued Letter No. LIST/COMP/506194/Reg. 33-Mar-19/99/2019-20 dated 17 <sup>th</sup> June 2019 for the delay in submission of Audited Financial Statements as at 31 <sup>st</sup> March 2019, as stated in point (a) above	Non-submission of stand-alone Audit Report for the Quarter/ Financial Year ended 31 <sup>st</sup> March 2019 as stated in (a) above.	Fine of Rs. 90,000/- plus GST @ 18% totalling to Rs. 1,06,200/- was levied on the Company.	The Company had sought for a waiver of the penalty levied by BSE on account of the inadvertent error. Further, the company had submitted the declaration of unmodified opinion along with the Audited Financial Statements, the Company. BSE has waived off the said penalty vide their Letter No. LIST/COMP/506194/SOP-13082019/199/2019-20 dated 10 <sup>th</sup> October 2019.

# D. A. KAMAT & CO.

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2	SEBI has issued Letter No. IVD/ID-16/ASL/AJ/SB/25813/2019 dated 30 <sup>th</sup> September 2019 in the matter of trading activities of Shri Dinesh Babel (ex-Independent Director) in the scrip of the company	Shri Dinesh Babal had undertaken certain transactions in the securities (including contra-entries) during Financial Year 2017-18, during the closure of the trading window.	SEBI directed Shri Dinesh Babel and Shri Dinesh Mohan Babel (HUF) to credit amount of Rs. 3,37,254/- to the IPEF administered by SEBI	The Company has confirmed that the said parties have undertaken the credit of the amount to the respective Investor Protection and Education Fund (IPEF) administered by SEBI.
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(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 end	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	The matter of Insider Trading undertaken by Shri Dinesh Babel in Financial Year 2017-18 were reported in the previous report.	FY 2018-2019	The matter was referred to SEBI and the penalty levied by SEBI as stated in (c) above was undertaken	The Company has confirmed compliance of the penalty letter issued by SEBI by the Independent Director

### Note 1:

There have been transactions in securities undertaken by Mrs. Sangeeta Chhajer and Ashok Chhajer HUF [Promoter and Promoter Group] during the closure of trading window during Financial Year 2019-20. The Insider Trading Compliance Committee examined the matter in detail and concluded that there was no mala-fide intention in the same. Further, the Committee has issued a cautionary letter to Mrs. Sangeeta Chhajer and Ashok Chhajer HUF (Karta- Mr. Ashok Chhajer). Further, the Company has also submitted a Report in the Format specified under Circular SEBI/HO/ISD/ISD/CIR/P/2019/82 dated 19<sup>th</sup> July 2019 for the same with SEBI.

For, D. A. Kamat & Co  
Company Secretaries  
UDIN: F003843B000386313



D. A. Kamat  
Partner  
FCS 3843  
CP 4965  
Place: Mumbai  
Date: 26.06.2020