



**SpiceJet Limited**  
319 Udyog Vihar, Phase-IV,  
Gurugram 122016, Haryana, India.  
Tel: + 91 124 3913939  
Fax: + 91 124 3913844

May 30, 2019

Department of Corporate Services,  
BSE Limited,  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001

**Reference: Scrip Code: 500285 and Scrip ID: SPICEJET**

**Subject: Secretarial Compliance Report**

Dear Sir,

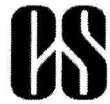
In terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated February 8, 2019 bearing no. CIR/CFD/CMD1/27/2019, please find attached Secretarial Compliance Report of SpiceJet Limited for the year ended March 31, 2019.

This is for your information and records.

Thanking you,

Yours truly,  
For SpiceJet Limited

Chandan Sand  
Sr. VP (Legal) & Company Secretary



**Mahesh Gupta & Company**  
**Company Secretaries**

Wadhwa Complex, Chamber No. 110, Ground Floor, D-288-289/10, Laxmi Nagar, Delhi – 110092  
Phone: 011-22533508; 9312406331; e-mail: [maheshgupta.co@gmail.com](mailto:maheshgupta.co@gmail.com)

**Secretarial Compliance Report of SpiceJet Limited**  
**for the year ended March 31, 2019**

I, Mahesh Kumar Gupta, have examined:

- all the documents and records made available to me and explanation provided by SpiceJet Limited (the “**Listed Entity**”),
- the filings/ submissions made by the Listed Entity to the stock exchanges,
- website of the Listed Entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this clarification,

for the year ended March 31, 2019 (“**Review Period**”) in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 (“**SEBI Act**”) and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulations) 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:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: –**Nil**<sup>1</sup>
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; – **Nil**<sup>1</sup>
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; – **Nil**<sup>1</sup>
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; – **Nil**<sup>1</sup>
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.  
and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

- The Listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:



<sup>1</sup> No event took place under these regulations during the financial year under review.

Sr. No.	Compliance Requirement (Regulations/ Guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 27(2)(a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The compliance report on corporate governance for quarter ended June 30, 2018 was submitted with stock exchange on August 8, 2018.	The Listed Entity shall submit quarterly compliance report on corporate governance to the stock exchange within 15 days from close of the quarter.

- b) The Listed Entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder is so far as it appears from my 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.	Stock Exchange (BSE Limited)	Delay of 24 days in submission of compliance report on corporate governance for quarter ended June 30, 2018 with stock exchange	Penalty of 28,230	The Listed Entity has paid the penalty amount to stock exchange in terms of SEBI Circular dated November 30, 2015 bearing no. CIR/CFD/CMD/12/2015

- d) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable<sup>2</sup>**

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

Date: May 28, 2019  
Place: Delhi

For Mahesh Gupta & Company  
Company Secretaries



*M Gupta*  
Mahesh Kumar Gupta  
Proprietor  
FCS 2870::CP 1999

<sup>2</sup> This is the first Secretarial Compliance Report based on the format prescribed by the SEBI