

OMAX/STEX/2021-22/16

Date: 30th June, 2021

The Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
NSE Code: OMAXAUTO

The Manager- Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
BSE Code: 520021

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the financial year ended on March 31, 2021

Dear Sir/ Madam,

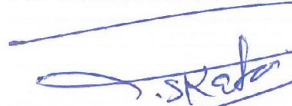
Please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended on March 31, 2021 as per Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019

Kindly take the same on your record.

Thanking you.

Yours sincerely,

For **OMAX AUTOS LIMITED**



Ravinder Singh Kataria
(Company Secretary and Compliance Officer)

**SECRETARIAL COMPLIANCE REPORT OF OMAX AUTOS LIMITED
FOR THE YEAR ENDED MARCH 31, 2021**

To,
The Board of Directors
Omax Autos Limited
Plot No B - 26, Institutional Area,
Sector-32, Gurugram,
Haryana, 122001

We M/s. Chandrasekaran Associates have examined:

- (a) All the documents and records made available to us and explanation provided by Omax Autos 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 March 31, 2021 ("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; Not Applicable during the year under review.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; Not Applicable during the year under review.
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable during the year under review;
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; Not Applicable during the year under review;



- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable;
- (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 to the extent of securities issued;

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:-

S. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	As per Regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors shall ensure that a structured digital database is maintained containing the names of such persons or entities as the case may be with whom information is shared under this regulation.	The Company has not maintained structured digital database till the close of financial year i.e. March 31, 2021.	The Company has not maintained structured digital database till the close of financial year i.e. March 31, 2021.
2.	As per Regulation 30 of Listing Regulations, the Company is required to intimate the required information to the stock exchange within the time period prescribed.	The Company has made following delayed intimations to stock exchange: <ul style="list-style-type: none"> • Credit Rating received by the Company from India Ratings and Research on 11.12.2020 was intimated to Stock Exchange on 05.01.2021. • No Disclosure to Stock 	Non-Compliance of the provisions of Regulation 30 of the Listing Regulations.



		Exchange made regarding change in designation of Mr. Ravinder Kumar Mehta from Managing Director to Non-executive Director of the Company.	
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- (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 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:

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.	National Stock Exchange of India Limited	Non Compliance with the requirements pertaining to continuation of Directorship of Mr. Ravinder Kumar Mehta as Non-Executive Director, who has attained the age of Seventy Five Years.	Imposed fine of Rs. 75,520/- (including GST)	Non Compliance with the requirements pertaining to continuation of Directorship of Mr. Ravinder Kumar Mehta as Non-Executive Director, who has attained the age of Seventy
2.	BSE Limited	Non Compliance with the requirements pertaining to continuation of Directorship of Mr. Ravinder Kumar Mehta as Non-Executive Director, who has attained the age of Seventy Five Years.	Imposed fine of Rs. 75,520/- (including GST)	Five Years. As confirmed by the management, the Company has submitted request letter to the stock exchanges for waiver of fine imposed.

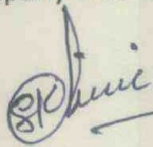


- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2020.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

- (e) The company has suitably included the conditions as mentioned in Para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of statutory auditor of the Company.

For Chandrasekaran Associates
Company Secretaries




Shashikant Tiwari
Partner
Membership No. A28994
Certificate of Practice No. 13050
UDIN: A028994C000546016

Date: 30.06.2021
Place: Delhi

Notes: Due to restricted movement amid COVID-19 pandemic, we are issuing this secretarial compliance report by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are true and correct. This Report is limited to the Statutory Compliances on laws / regulations / guidelines listed in our report of which, the due date has been ended/expired on or before March 31, 2021 pertaining to Financial Year 2020-21.