



**Secretarial compliance report of Insecticides (India) Limited for the year ended
March 31, 2019**

I have examined:

- (a) All the documents and records made available to us and explanation provided by Insecticides (India) 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, 2019 ("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 : The Company has not issued any capital during the financial year 2018-19, hence the mentioned regulation is not applicable to the Company;
- (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: as the Company has not bought back any securities during the financial year ended on March 31, 2019, hence the said regulations are not applicable to Company;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: The Company has not come with any ESOP or ESPS or share based employee benefits during the financial year ended on March 31, 2019, hence the mentioned regulations are not applicable to the Company;



(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 : As the Company had not issued or listed debt securities during the financial year ending March 31, 2019, thus the said regulations are not applicable to Company;

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013: As the Company had not issued or listed Non-Convertible and Redeemable Preference Shares during the financial year ending March 31, 2019, thus the said regulations are not applicable to Company;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) Other regulations as applicable;

and circulars/ guidelines issued thereunder;

and based on the above examination, I/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.
- (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) There were no 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.
- (d) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the review period.

Place: New Delhi

Date: 27th May 2019



Akash Gupta

(Prop.)

M. No. 30099

CP No. 11038