

May 30, 2019

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Dist. Pune - 410 501 (India)
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BSE Limited
25th Floor, P. J. Towers,
Dalal Street,
MUMBAI – 400 001
(Company Code: 505714)

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
MUMBAI – 400 051
(Company Code: GABRIEL)

Sub: Disclosure under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

With regard to subject matter, we are submitting herewith Annual Secretarial Compliance Report for the year ended 31st March, 2019 carried out by KPRC & Associates, Company Secretaries acting as Secretarial Auditor of the Company for FY 2018-19.

We request you to take the above information on record and kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For Gabriel India Limited


Nilesh Jain
Company Secretary



Encl : a/a

Email Id: secretarial@gabriel.co.in

Annex-A

**SECRETARIAL COMPLIANCE REPORT OF GABRIEL INDIA LIMITED FOR THE YEAR ENDED
31ST MARCH, 2019**

We have examined:

- (a) all the documents and records made available to us and explanation provided by Gabriel 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 31st March, 2019 ("Review Period") in respect of compliance with the provisions of:

- 1) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 2) 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: -

- i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ii. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: **Not Applicable for the period under review.**
- iii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011: **No events had happened under this, however, complied to the extent of shareholding disclosure requirements as applicable.**
- iv. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: **Not Applicable for the period under review.**
- v. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: **Not Applicable for the period under review.**
- vi. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **Not Applicable for the period under review.**
- vii. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013: **Not Applicable for the period under review.**



- viii. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- ix. ~~Other regulations as applicable and circulars/ guidelines issued thereunder;~~

Based on the above examination and clarifications given to us, 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 and no deviations are observed in this respect.
- (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 our examination of those records.
- (c) No actions are 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
- (d) This is the first Annual Secretarial Compliance report of the listed entity and hence no observations / actions arising out of the previous reports are mentioned / addressed.

As informed to us and as per the data of reports of Compliance tool, we report that there are no compliance lapses on behalf of the Company.

For KPRC & Associates
Company Secretaries

Pawan G. Chandak
CS Pawan G. Chandak
Partner



M. No. F-6429
CP. No. 6687

Date : 29/05/2019
Place : Pune