

Ref: JPVL:SEC:2019

28<sup>th</sup> May, 2019

**National Stock Exchange of India Ltd.,**  
"Exchange Plaza", C-1, Block G,  
Bandra-Kurla Complex,  
Bandra (E),  
Mumbai -400 051

**BSE Limited,**  
25<sup>th</sup> Floor, New Trading Ring,  
Rotunda Building,  
P J Towers, Dalal Street, Fort,  
Mumbai - 400 001

**Scrip Code: JPPOWER**

**Scrip Code: 532627**

**Sub: Annual Secretarial Compliance Report**

Dear Sirs,

Please find enclosed herewith the Annual Secretarial Compliance Report of the Company dated 28<sup>th</sup> May, 2019, for the year ended 31<sup>st</sup> March, 2019, as certified by Shri Damodar Prasad Gupta, Practising Company Secretary.

This Report has been issued in terms of SEBI Circular No.CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019.

Thanking you,

Yours faithfully,  
for **JAIPRAKASH POWER VENTURES LIMITED**

**(A.K. Rastogi)**  
Joint President & Company Secretary

Encl: As above

**Annexure-A**

**Secretarial compliance report of**

**M/s JAIPRAKASH POWER VENTURES LIMITED  
for the year ended on 31<sup>st</sup>March 2019**

I, DAMODAR PRASAD GUPTA Practicing Company Secretary, Holding Certificate of Practice (COP) No. 1509 have examined:

- (a) all the documents and records made available to us and explanation provided by M/s JAIPRAKASH POWER VENTURES 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 on 31<sup>st</sup>March 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; Not applicable during the year.
- (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.



(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;  
- Not applicable during the year.

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not applicable during the year.

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - Not applicable during the year.

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

(i) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;

(j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

and circulars/ guidelines issued there under;

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

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, 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	NONE		

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar 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 there under:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
	NONE			



(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	This being the first such report issued in respect of the Company,	No comments are available.	Not applicable	NA

Place: New Delhi

Date: 28<sup>th</sup> May 2019

Signature:  
DAMODAR PRASAD GUPTA



FCS No.: 2411  
C P No.: 1509