



ORIENTAL CARBON & CHEMICALS LIMITED

14th Floor, Tower-B, World Trade Tower, Plot No. C-1, Sector-16, Noida - 201301, UP
Phone : 91-120-2446850 Website : www.occlindia.com



June 22, 2021

The Manager
BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers, Dalal Street
Mumbai - 400 001

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

Scrip Symbol/Code: NSE-OCCL and BSE-506579

Dear Sir,

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

Pursuant to the Regulation 24A of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding herewith the Annual Secretarial Compliance Report for the financial year 2020-21.

This is for your information and record.

Thanking you,

Yours faithfully,
For **ORIENTAL CARBON & CHEMICALS LTD.**

Pranab Kumar Maity
Company Secretary & GM-Legal

Encl: As above.

**SECRETARIAL COMPLIANCE REPORT OF ORIENTAL CARBON & CHEMICALS
LIMITED FOR THE YEAR ENDED MARCH 31, 2021**

[Pursuant to Regulation 24A(2) of the Securities and Exchange Board of
India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, P. Sarawagi & Associates, Company Secretaries, have examined :

- (a) all the documents and records made available to us and explanation provided by **Oriental Carbon & Chemicals Limited** (CIN: L24297WB1978PLC031539) (“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 (hereinafter referred to as the SEBI (LODR) Regulations);
- (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;



Contd.2

(2)

- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/guidelines issued thereunder; and based on the above examination and considering the various relaxations granted by the Securities and Exchange Board of India in the wake of spread of COVID-19 pandemic, we hereby report that during the Review Period :

- (a) The specific Regulations mentioned above in (b) and (d) to (g) were not applicable to the listed entity and that the listed entity has complied with the applicable provisions of the specific Regulations mentioned above in (a), (c), (h) and (i) and the circulars/guidelines issued thereunder, except in respect of matter specified below :

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	As per Regulation 20(3) of the SEBI (LODR) Regulations, the Chairperson of the Stakeholders Relationship Committee (SRC) of the listed entity shall be present at the annual general meetings to answer queries of the security holders.	The Chairperson of the SRC was not present at the 40 th Annual General Meeting (AGM) of the listed entity held on August 18, 2020.	We have been informed that because of his ill-health, the Chairman of the SRC could not attend the 40 th AGM of the listed entity. However, pursuant to Section 178(7) of the Companies Act, 2013, Mr. Arvind Goenka, Managing Director of the listed entity and a member of the SRC, who was authorised in this behalf by the Chairman of SRC, was present at the said 40 th AGM.



Contd.3

(3)

- (b) The listed entity has maintained proper records under the provisions of the above applicable Regulations and circulars/ guidelines issued thereunder 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 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
----- None during the Review Period -----				

- (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...	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
----- Not applicable -----				

- (e) The terms of appointment of the Auditors of the listed entity have been suitably modified to give effect to para 6(A) and 6(B) of the SEBI's Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For P. SARAWAGI & ASSOCIATES
Company Secretaries



(Handwritten Signature)

(P. K. Sarawagi)
Proprietor

Membership No. FCS-3381
 Certificate of Practice No. : 4882
 Peer Review Certificate No. 1128/2021
 ICSI UDIN : F003381C00047760

Place : Kolkata
 Date : June 18, 2021