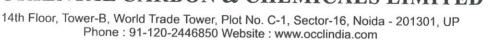


ORIENTAL CARBON & CHEMICALS LIMITED





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.

NARAYANI BUILDING Room No. 107, First Floor

27, Brabourne Road, Kolkata - 700 001 Phone : (O) 2210-9146, 4004-0452

(F) +91-33-2262-4788 (M) 98311-96477

e-mail: pawan.sarawagi@gmail.com.

pawan@sarawagi.in

website: www.sarawagi.in

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:

S	Compliance Requirement	Deviations	Observations/ Remarks of the
N	()		Practicing Company
	guidelines including		Secretary
	specific clause)		
1	rio per restauron 20(3)	The Chairperson of the	We have been informed that
	of the SEBI (LODR)	SRC was not present at	because of his ill-health, the
	Regulations, the	the 40 th Annual General	Chairman of the SRC could
	Chairperson of the	Meeting (AGM) of the	not attend the 40 th AGM of
	Stakeholders Relationship	listed entity held on	the listed entity. However,
		August 18, 2020.	pursuant to Section 178(7) of
	listed entity shall be		the Companies Act, 2013,
	present at the annual		Mr. Arvind Goenka,
	general meetings to		Managing Director of the
	answer queries of the		listed entity and a member of
	security holders.		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	Details of action taken e.g. fines, warning letter,	Observations/ remarks of the Practicing Company
1,0,	taken by	violation	debarment, etc.	Secretary, if any
		N	lone 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 applic	able	

(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

> (P. K. Sarawagi) Proprietor

Balange

Membership No. FCS-3381

Certificate of Practice No.: 4882 Peer Review Certificate No. 1128/2021

ICSI UDIN: F003381C00047760

Place: Kolkata

Date: June 18, 2021