

VISION CORPORATION LIMITED

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29th May, 2019

To,
The Corporate Relationship Manager
Department of Corporate Services
BSE Ltd., P J Towers, Dalal Street,
Mumbai - 400001

Ref : Scrip Code - 531668

**Subject : Submission of Annual Secretarial Compliance Report for the year ended 31st
March, 2019**

Dear Sir,

Please find enclosed herewith the Annual Secretarial Compliance Report of practicing company secretary as per Regulation 24A of SEBI (LODR) Regulations, 2015 for the year ended on 31st March, 2019.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Vision Corporation Limited

For VISION CORPORATION LTD



Brijesh Rathod Company Secretary
Company Secretary and Compliance officer



**Secretarial compliance report of Vision Corporation Limited for the year ended
31st March, 2019**

I, Sumit Khanna, partner of SARK & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by Vision Corporation 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 31.03.2019 ("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 under review)*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; *(Not applicable during the year under review)*
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *(Not applicable during the year under review)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(Not applicable during the year under review)*

- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not applicable during the year under review)*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *(Not applicable during the year under review)*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

And based on the above examination, 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, except in respect of matters specified below:-

| Sr. no: | Compliance Requirement (Regulations! circulars! guidelines including specific clause) | Deviations | Observation/remark by Practicing Company Secretaries |
|---------|---|------------|--|
| Nil | Nil | Nil | Nil |

- (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 my/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 | Observation/remark by Practicing Company Secretaries |
|---------|-----------------|----------------------|-------------------------|--|
| Nil | Nil | Nil | Nil | Nil |

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. no: | Observation/remark by Practicing Company Secretaries | Observations made in the secretarial compliance report for the year endeth (The years are to be mentioned) | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|---------|--|---|--|--|
| Nil | Nil | Nil | Nil | Nil |

For SARK & Associates
Practicing Company Secretaries



Sumit Khanna
Partner



Membership No.: 22135

C P No.: 9304

Place: Mumbai

Date: 29th May, 2019