

# Regency Ceramics Limited

CIN : L26914TG1983PLC004249

Regd Office: 6-3-1090/A/7, IMS House, 3<sup>rd</sup> Floor, Somajiguda, Hyderabad – 500082

Phone : 040-23319902, 23327555

REF/RCL/SEC/2019

Date: 30.05.2019

1. National Stock Exchange of India Ltd  
Exchange Plaza, Bandra Kurla  
Complex, Bandra (E),  
MUMBAI - 400051
2. Corporate Relationship Department  
BSE Limited  
25<sup>th</sup> Floor  
Phiroze Jeejeebhoy Towers  
Dalal Street, MUMBAI- 400 001

Dear Sir / Madam,

**Sub: Annual Secretarial Compliance Report - reg**

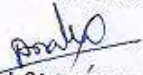
With reference to above subject, please find enclosed the Annual Secretarial Compliance Report for the Financial Year 2018-19 duly signed by a qualified Practicing Company Secretary, furnished under Regulation 24A of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) 2015.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully

For REGENCY CERAMICS LIMITED

  
Authorised Signatory

Encl: A/a

To,

**The Board of Directors**  
**Regency Ceramics Limited**  
6-3-1090/A/7, IMS House  
Somajiguda, Hyderabad-500084

Sir/ Madam,

**Annual Secretarial Compliance Report for the Financial Year 2018-19**

I have been engaged by **Regency Ceramics Limited** (hereinafter referred to as 'the Company') bearing **CIN: L26914TG1983PLC004249** whose equity shares are listed on National Stock Exchange of India Limited (NSE) (Symbol: REGENCERAM) and BSE Limited (BSE) (Security Code: 515018 to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

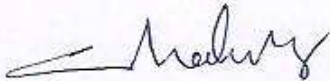
It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.



Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner, which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance

Report is enclosed.



K.V,CHALAMA REDDY

Practicing Company Secretary

FCS No: 9268, C.P.No.:5451

Date : 30.05.2019

Place :Hyderabad





**K.V. Chalama Reddy**

B.Sc., LL.B., A.C.S.  
COMPANY SECRETARY  
C.P. No. 5451

Flat No. 301, Madhava Apts.,  
Hill Colony, Khairatabad  
Hyderabad - 500 004.  
Phone :040-2332 7467  
Mobile : 98480 14503  
E-mail : kvcr133@gmail.com

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF REGENCY CERAMICS  
LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH .2019**

I, **K.V.Chalama Reddy**, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us an explanation provided by **Regency Ceramics 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 ake this certification, for the year ended 31<sup>st</sup> March, 2019 ("Review Period") in respect of compliance for the year ended 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 there under 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 period under review*
- (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 period under review*

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *Not applicable during the period under review*

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) regulations, 2008; *Not applicable during the period under review*

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and deemable Preference Shares) Regulations, 2013; *Not applicable during the period under review*

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

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 thereunder, 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	Regulations 6(1) of SEBI Regulations (LODR) 2015,	Non appointment of Company Secretary as compliance officer	The Company has received a notice from NSE on February, 19 2019 imposing the penalty.
2.	Regulation 13(3) of SEBI (LODR) Regulations 2015,	Non submission of investor complaints	The company has received a notice from NSE.
3.	Regulation 14 of SEBI (LODR) non payment of Listing fee	Non payment of Listing Fee BSE & NSE	The company has received a notice from BSE Ltd.
4.	Regulation 27 of SEBI (LODR) (LODR) Regulations 2015,	Delay in submission	BSE impose the penalty.



- (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	Observations/ Remarks of the Practicing Company Secretary, if any
1.	NSE	Non appointment of Company Secretary as compliance officer	Imposing the penalty for violation	Company has to comply with regulation and pay the penalty
2.	NSE	Non submission of investor complaints	The company received a notice from NSE	The company has filed in delay
3	BSE and NSE	Non payment of listing fee	The company has received notices from BSE & NSE	Company is yet to pay the fee.
4.	BSE	Not submission corporate Governance report for the quarter ended 30.06.2018	Imposing the penalty for violation	The company has filed the report in delay and company yet to pay penalty impose

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



*[Handwritten Signature]*

Sr.No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Action taken by the listed entity ,if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	Not applicable during period under review			

Place : Hyderabad  
Date: 30.05.2019



K.V.Chalama Reddy  
Practicing Company Secretary  
FCS No. 9268, C.P.No.5451