



AGARWAL INDUSTRIAL CORPORATION LIMITED

Petrochemicals (Manufacturers & Traders of Bitumen & Bituminous Products) • Logistics for Bitumen & LPG • Wind Mills.

CIN NO.: L99999MH1995PLC084618

May 24, 2019

To,

BSE Limited,
Department of Corporate Services,
1st Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 531921

National Stock Exchange of India Limited,
Listing Department,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (East),
Mumbai – 400 051
Symbol :AGARIND; Series : EQ

Dear Sir,

Sub: Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. P. M. Vala, Proprietor of P. M. Vala & Associates, Company Secretary in Practice, for the Financial Year ended March 31, 2019.

We request you to kindly take the above information on record

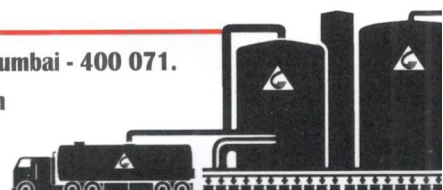
Yours faithfully,

For Agarwal Industrial Corporation Limited

Lucinda D'souza
Company Secretary & Compliance Officer



Encl: a/a





P. M. VALA & ASSOCIATES

COMPANY SECRETARIES

Shop No.1, Laxmi Sadan CHS., Opp. New Rose Villa,
Daji Ramchandra Road, Charai, Thane (W) - 400 601
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E-mail : pmvala@yahoo.co.in

**ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
AGARWAL INDUSTRIAL CORPORATION LIMITED
(CIN: L99999MH1995PLC084618)**

FOR THE FINANCIAL YEAR ENDED 31ST MARCH' 2019

[Pursuant to circular CIR/CFD/CMD1/27/2019 dated 8th February'2019 issued by the
Securities Exchange Board of India]

To,

Agarwal Industrial Corporation Limited

CIN : L99999MH1995PLC084618

Eastern Court, Unit No. 201-202

Plot No.12, V. N. Purav Marg, S. T. Road,

Chembur, Mumbai - 400 071

I, **Pradyumansinh M. Vala**, Proprietor of **P. M. Vala & Associates**, Company Secretaries have examined:

- (a) all the documents and records made available to me and explanation provided by **Agarwal Industrial Corporation Limited**,
- (b) the filings/submission made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other documents/filings, as may be relevant, which has been relied upon to make this certification, for the year ended **31st 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") rule made thereunder and Regulations, Circulars, Guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");



The specific Regulations, whose provisions and the circulars/guideline 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 for review period;**
- (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 for review period;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable for review period;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable for review period;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable for review period;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Other regulations as applicable and Circulars/Guidelines issued thereunder;

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	Observation/Remark of the Practising Company Secretary
1	Regulation 13 (3) Of SEBI (LODR) Regulations, 2015 in respect of submission of 3 rd Quarter Statement On Investor Complaints - Period From 01.10.2018 To 31.12.2018 within 21 days from the end of Quarter	Submitted the same on 22 nd January'2019 i.e. delayed by 1 days	This insignificant delay of a day was through oversight and unintentional



- (b) The listed entity has maintained proper record under the provisions of the above Regulations and Circulars/Guidelines issued thereunder insofar as it appear from my examination of those records.
- (c) The following are the details of action taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulation 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/remark of the Practicing Company Secretary, if any
1	BSE Limited and National Stock Exchange of India Limited	Delay in submission of Statement on Investor Complaints for December'2018 Quarter under Regulation 13 (3) of SEBI (LODR) 2015	Both the stock exchange have individually levied penalty of Rs.1180/-	The penalty amount, as imposed, has been paid by the Company on 11 th February'2019 to BSE and 14 th February'2019 to NSE
Against it Promoters/Directors etc.				
No action against Promoters/Directors for the same.				

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

Sr. No.	Observation of the Practicing Company Secretary in the Previous reports	Observation made in The secretarial Compliance report for the year ended ----- (The years are to be mentioned)	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the action taken by the listed entity
This being the First Report no comments are required under this				

Place: Thane
Date: 24th May'2019



**For P. M. Vala & Associates
Practicing Company Secretaries**

P. M. Vala

**P. M. Vala
(Proprietor)
FCS No. 5193, COP No. 4237**