

Date: 16<sup>th</sup> June, 2020

To  
Department of Corporate services  
**BSE Limited**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, Phiroze Jeejeebhoy  
Towers, Dalal Street, Fort,  
Mumbai-400001  
**Scrip Code: - 540425**

To  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C-1,  
G Block, Bandra Kurla Complex,  
Bandra (E)  
Mumbai- 400051  
**Symbol- SHANKARA**

Dear Sir/Madam,

**Sub: - Secretarial Compliance Report of the Company for the year ended 31<sup>st</sup> March, 2020**

In accordance with SEBI Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. K. Jayachandran, Practicing Company Secretary and Secretarial Auditor of the Company.

Kindly take the same on record.

Thanking You

Yours faithfully,

For **Shankara Building Products Limited**

*Ereena Vikram*

Ereena Vikram

**Company Secretary & Compliance Officer**





**SECRETARIAL COMPLIANCE REPORT**

*of*

**SHANKARA BUILDING PRODUCTS LIMITED (CIN: L26922KA1995PLC018990)**  
*for the year ended 31st March, 2020*

I, **K. Jayachandran, Practicing Company Secretary** have examined:

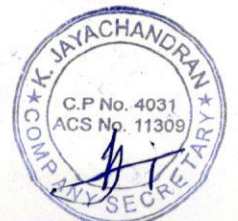
- (a) all the documents and records made available to us and explanation provided by **SHANKARA BUILDING PRODUCTS LIMITED (CIN: L26922KA1995PLC018990)** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) the website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st March, 2020** ("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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;





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:-

<i>Sr. No.</i>	<i>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</i>	<i>Deviations</i>	<i>Observations/ Remarks of the Practicing Company Secretary</i>
	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>

- (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 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:

<i>Sr. No.</i>	<i>Action taken by</i>	<i>Details of violation</i>	<i>Details of action taken e.g. fines, warning letter, debarment, etc.</i>	<i>Observations/ remarks of the Practicing Company Secretary, if any.</i>
	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>




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

<i>Sr. No.</i>	<i>Observations of the Practicing Company Secretary in the previous report</i>	<i>Observations made in the Secretarial Compliance Report for the year ended... ..</i>	<i>Actions taken by the listed entity, if any</i>	<i>Comments of the Practicing Company Secretary on the actions taken by the listed entity</i>
	Not Applicable	Not Applicable	Not Applicable	Not Applicable

Place: Bengaluru  
Date: 10/06/2020



  
**K. Jayachandran**  
Company Secretary  
ACS No.: 11309/C P No.: 4031  
UDIN: A011309B000330859