

July 31, 2020

**The National Stock Exchange of India Ltd**  
"Exchange Plaza", Bandra Kurla Complex,  
Bandra East,  
Mumbai - 400 051  
(Scrip Code - SHIVAMAUTO)

**The BSE Limited**  
Phiroje Jeejeebhoy Towers  
Dalal Street Fort  
Mumbai - 400 001  
(Scrip Code - 532776)

**Sub: Compliance under Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.**

Dear Sir(s),

In compliance with Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to SEBI circular CIR/CFD/CMD1/27/2019 dated February 08, 2019, we enclose herewith Secretarial Compliance Report duly issued by Satyender Kumar & Associates, Company Secretaries, for the financial year ended March 31, 2020.

Kindly take the above information on your record and oblige.

Thanking you.

**For Shivam Autotech Limited**

**SAMTA**  
**BAJAJ**  
Digitally signed by SAMTA BAJAJ  
DN: c=IN, o=Haryana,  
2.5.4.20=3873a8f376c7a0b0c608091a0a71f  
4297a2167d8bc4bba1b78f6427696a6f,  
postalCode=132041, street=HOUSE NO 122A  
10 3926,  
serialNumber=4e80efb365a971ffc3d63bc3  
6c77a7fa0996c52006a4b9884cc0e0e55  
2, ou=Personal, cn=SAMTA BAJAJ  
Date: 2020.07.31 16:39:04 +05'30'

**Samta Bajaj**  
**Company Secretary & Compliance Officer**  
**M.No. 50269**

**SHIVAM AUTOTECH LIMITED [www.shivamautotech.com](http://www.shivamautotech.com)**  
**CIN: L34300HR2005PLC081531**

**Registered Office: 10, 1<sup>st</sup> Floor, Emaar Digital Greens, Tower A, Sector 61,  
Golf Course Extension Road, Gurugram, Haryana-122102**

**Tel: 0124-4698700**  
**Fax: 0124-4698798**

**SECRETARIAL COMPLIANCE REPORT OF SHIVAM AUTOTECH LIMITED  
FOR THE YEAR ENDED MARCH 31, 2020**

We Satyender Kumar & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by Shivam Autotech Limited ("the listed entity/ Company"),
- (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, 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; *(not applicable to the Company during the period under review)*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *(not applicable to the Company during the period under review)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(not applicable to the Company during the period under review)*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(not applicable to the Company during the period under review)*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *(not applicable to the Company during the period under review)*
- (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 there under; 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 there under 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, if any.                                                |
|---------|-----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| 1.      | Point No. 2 Para A of Schedule III of Regulation 30 of (Listing Obligations and Disclosure Requirements) Regulations, 2015. | Delay in Intimation of consolidation of shares. | Intimation to Stock Exchanges was sent beyond the prescribed period of 24 hours from the occurrence of the event. |

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far 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 there under:

| Sr. No.               | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|-----------------------|-----------------|----------------------|---------------------------------------------------------------------|--------------------------------------------------------------------|
| <i>Not Applicable</i> |                 |                      |                                                                     |                                                                    |

- (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 |
|---------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|
| 1.      | Delay in dispatch of shares after effecting transfer. and delay in effecting transmission of shares as required under Regulation 40 of (Listing Obligations and Disclosure Requirements) Regulations, 2015. | 31.3.2019                                                                 | The Company has communicated with MCS Share Transfer Agent Limited ("Registrar") through electronic mail to ensure that in future there should not be any delay in effecting transfer/transmission of shares beyond the prescribed period and to ensure proper and timely compliance with respect to all the requests received from the shareholders. | None. Observation self explanatory                                                     |



|   |                                                                                                                                                                                                                                               |           |                                                                                                                                                                                                                                                                                                                                                                                                                              |                                    |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|
|   |                                                                                                                                                                                                                                               |           | Further, it was apprised to the Company that due to technical issues faced by the Registrar with Depository, the shares were transferred beyond the prescribed date and the same clarification has also been provided in the Directors' Report of the 14 <sup>th</sup> AGM.<br><br>The Company is taking effective steps to ensure that all requests are processed within the prescribed time limit.                         |                                    |
| 2 | Non confirmation of demat request within time prescribed under regulations as required under Regulation 54 of SEBI (Depositories and Participants) Regulations, 1996/ Regulation 74 of SEBI (Depositories and Participants) Regulations, 2018 | 31.3.2019 | The Company has communicated with Registrar through electronic mail to ensure that in future there should not be any delay in effecting the demat requests received beyond the prescribed period.<br><br>Further it was apprised to the Company that the reason for delay was due to huge volume of demat requests. But the situation was under control thereafter and there was no such delay in further requests received. | None, Observation self explanatory |

- (e) Since the Auditors have already been appointed the terms of appointment of Statutory Auditors have been suitably modified in terms of conditions as mentioned in 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Limitations

*The prevailing lockdown on account of COVID-19 situation has impacted the physical verification of the documents and records as being maintained by the Company at their offices and we are constrained to determine the quantum of said impact. We have taken all possible steps to verify the records as made available to us by the Company through electronic medium and taken necessary confirmation/representation from the officials of Company, wherever required.*

For SATYENDER KUMAR & ASSOCIATES  
Company Secretaries

Place: Gurugram  
Date : 28.7.2020



*Satyender Kumar*  
SATYENDER KUMAR  
(Proprietor)  
C.P. No. 5189  
FCS 4087

UDIN-F004087B000518513