



Simplex Castings Ltd.

Corporate Office : 32, Shivnath Complex G.E. Road, Supela, Bhilai - 490023 (C.G) India

Phone : +91-788-2290483 /84 /85

Fax : +91-788-2285664

E-Mail : sclho@simplexcastings.com

Website : www.simplexcastings.com

CIN : L27320MH1980PLC067459



REF: SCL/FY2019-20/BSE/17

Date: 20/05/2019

To,
Department of Corporate Services
Bombay Stock Exchange
25th Floor, Phoroze Jeejeeboy Tower,
Dalal Street, Mumbai- 400 001

Ref: Scrip Code: 513472

Sub: Annual Secretarial Compliance Report for F.Y 2018-19

Dear Sir/ Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we are enclosing herewith the Annual Secretarial Compliance Report for the financial year ended on 31st March, 2019 issued by M/s. Divanshu Mittal & Associates, Practicing Company Secretary.

This is for your information and record.

Thanking You,

For, Simplex Castings Limited

D Meena
Company Secretary

OFFICE	ADDRESS	PHONE	FAX	E-MAIL
Regd. Office	: 601/602 A, FAIRLINK CENTER, OFF ANDHERI LINK ROAD, ANDHERI (W), MUMBAI -53	022-40034768		sclmumbai@simplexcastings.com
Kolkata	: 119, PARK STREET, WHITE HOUSE 4 th FLOOR KOLKATA - 700016 (W.B.) INDIA	08961045611	033-22493251	kol@simplexcastings.com
Bhilai (Plant)	: 5, INDUSTRIAL ESTATE, BHILAI - 490026 (C.G.) INDIA	0788-4015273	0788-4034188	sclbhilai@simplexcastings.com
Rajnandgaon (Plant)	: 223/2,224 INDUSTRIAL ESTATE, TEDESARA, RAJNANDGAON - 491441(C.G.) INDIA	9203901697	0788-2285664	scltedesara@simplexcastings.com



**SECRETARIAL COMPLIANCE REPORT
of Simplex Castings Limited
for the year ended 31st March 2019**

I, Divanshu Mittal, Proprietor of Divanshu Mittal & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by Simplex Castings Limited,
- (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 31st March 2019 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) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **Not applicable to the Company for the period under review;**
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 -**Not applicable to the Company for the period under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not applicable to the Company for the period under review;**
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013- **Not applicable to the Company for the period under review;**
- (i) and circulars/ guidelines issued thereunder; 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/ circular/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary

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 our examination of those records.

c) The following are the details of actions taken against the Company/ its promoters/ directors 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:

d)

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.	Bombay Stock Exchange (BSE)	The company has not approached the exchange for listing of its 1,47,000 equity shares respect to Conversion of Convertible Warrants into Equity within twenty days from the date of allotment i.e. 28/01/2019. The Company has filed the application on 18/02/2019 and delayed by one day. For the purpose of this issue of equity shares to be considered as complied under Schedule XIX of SEBI-ICDR Reg. 2018, erstwhile 108 (2) of SEBI ICDR Regulations, 2009, the Company is required to pay fine as per the SEBI circular dated 15/06/2017.	The BSE has imposed a fine of Rs 20,000 plus applicable taxes according to SEBI circular No CIR/CFD/DIL/57 /2017 dated 15.06.2017.	The Company has paid fine of Rs 21,600/- on 22.02.2019

e) 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 Company, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
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This being the first reporting since the notification of the requirement to submit this report, reporting on the actions to comply with the observations made in previous report does not arise.

DATE: 18TH DAY OF MAY, 2019

FOR DIVANSHU MITTAL & ASSOCIATES



**DIVANSHU MITTAL
PRACTICING COMPANY SECRETARIES,
CP No. 13800
M.No. FCS 8703**