



**Ahluwalia Contracts  
(India) Ltd**  
**Engineering, Designing & Construction**

Courier/Email/on-line

Date: 23/07/2020

To,

Asst. General Manager  
(Corporate Services)  
BSE Limited.  
25th Floor, P.J.Towers  
Dalal Street, Mumbai - 400001

Asst. Vice President - Listing,  
National Stock Exchange of India Ltd.  
5th Floor, Exchange Plaza,  
Bandra Kurla Complex ,  
Bandra (East) Mumbai- 400051

Sub.: Annual Secretarial Compliance Report of the Company for the year ended 31 March 2020

Ref.: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMDI /27/2019 dated February 08, 2019 please find attached herewith the "Annual Secretarial Compliance Report" dated 23rd July, 2020 issued by Mr. Santosh Kumar Pradhan, Practicing Company Secretary for the year ended 31 March, 2020.

We request you to take note of the above.

Kindly take the information on your records and acknowledge the receipt.

Yours faithfully,  
For Ahluwalia Contracts (India) Ltd

(Vipin Kumar Tiwari)  
GM (Corporate) & Company Secretary  
Encl.: as above  
Copy To:

To  
The Manager (Listing), Code: 10011134  
Calcutta Stock Exchange Ltd  
7, Lyons Range, Dalhousie,  
Murgighata, B.B.D. Bagh,  
Kolkata, West Bengal - 700001  
Phone: 033-4025 3000



**Secretarial Compliance Report  
Of  
Ahluwalia Contracts (India) Limited  
(CIN: L45101DL1979PLC009654)  
for the Year  
ended 31<sup>st</sup> March, 2020**

I, Santosh Kumar Pradhan, Company Secretary in Practice, have examined:

- (a) All the documents and records made available to us and explanation provided by **Ahluwalia Contracts (India) Limited (hereinafter referred to as the Listed Entity)**,
- (b) The filling/ submissions made by the Listed Entity to the Stock Exchanges,
- (c) Website of the Listed Entity,
- (d) Any other document/ filling, as may be relevant, which has been relied upon to make this certification for the Year ended 31<sup>st</sup> March, 2019 ("Review Period") in respect of Compliance of the Provisions of:
  - (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulation, 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, as amended;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Depositories and participants) Regulation, 2018;
- (e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulation, 2018:-**Not applicable during the Review period.**
- (f) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018:-**Not applicable during the Review period.**



- (g) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014:- **Not applicable during the Review period.**
- (h) Securities and Exchange Board of India (Issued and Listing of Debt Securities Regulation, 2008:- **Not applicable during the Review period.**
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulation, 2013:- **Not applicable during the Review period.**

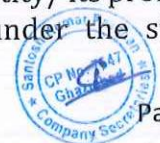
and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the review period:

- (a) The Listed Entity has generally complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulation/ Circulars / Guidelines including specific clause)	Deviations	Observations/ Remarks of the practicing Company Secretary
1.	Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Listed entity did not have 2/3 <sup>rd</sup> member of the Audit Committee as Independent Director.	On the appointment of Mr. R.P. Gupta, as Independent Director and as a member of the Audit Committee, the composition of Audit committee was duly constituted on 24.07.2019 as required in Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- (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 either by SEBI or by Stock Exchanges (including under the standard



**SANTOSH KUMAR PRADHAN**  
**COMPANY SECRETARIES**

Operating procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

<b>Sr. No.</b>	<b>Action taken By</b>	<b>Details of Violation</b>	<b>Details of action taken E.g. fines, warning letter, debarment, etc.</b>	<b>Observations/ remarks of the Practicing Company Secretary, if any.</b>
1.	Bombay Stock Exchange (BSE)	Regulation 18 requirement pertaining to the Composition of Board of Director	Rs. 2000/- per day computed till 30 <sup>th</sup> September, 2019 i.e. 46,000/- plus GST vide Letter dated 31 <sup>st</sup> October, 2019. The Company has paid the penalty and request for waiver.	The Listed Entity has submitted its representation before BSE requesting for the waiver of penalty, however, this matter is still pending with BSE.


The Listed Entity has received following Letters from the Stock Exchanges, which were duly replied by the Company during the period under review:

- i. Letters dated 15<sup>th</sup> July, 2019 & 25<sup>th</sup> October, 2019 from National Stock Exchange of India Limited (NSE) on Corporate Governance reports.
- ii. Letter dated 25<sup>th</sup> March, 2020 from NSE regarding clarification on price movement of shares.
- iii. Letter dated 26<sup>th</sup> March, 2020 from BSE regarding clarification on price movement of shares.

(d) The Listed Entity has published its financial results in Hindi language in Hindi Newspapers as per our observations made in the previous secretarial compliance report.

Place: Ghaziabad  
Date: 23.07.2020

**For Santosh Kumar Pradhan**  
**Company Secretaries**

  
**Santosh Kumar Pradhan**  
**Proprietor**  
**C. P. No. : 7647**  
**FCS No. F6973**  
**UDIN: F006973B000492942**