

# GARWARE MARINE INDUSTRIES LIMITED

Regd. Office : 102 Buildarch Wisteria, 1st Floor, Ram Maruti Road, Dadar (W), Mumbai - 400 028. Tel.: 91-22-24364024  
Corp. Office : 101, Swapnabhoomi, 'A' Wing, S. K. Bole Road, Dadar (W), Mumbai - 400 028. Tel.: 91-22-24234000 Fax: +91-22-24362764  
CIN NO: L12235MH1975PLCO18481

30.06.2020

BSE Ltd.  
02<sup>nd</sup> Floor, P.J. Towers  
Dalal Street, Mumbai  
400023

Scrip Code:509563

For the year ended: 31<sup>st</sup> March, 2020.

**Subject: Secretarial Audit Report for the F.Y. 2019-20 from Rajkumar R. Tiwari, Practicing Company Secretary, as per SEBI Circular No. CIR/CFD/CMD1/27/2019 DATED 08<sup>TH</sup> February, 2019.**

Kindly take on your record the enclosed Secretarial Audit Report for the F.Y. 2019-20 from Rajkumar R. Tiwari, Practicing Company Secretary, as per SEBI Circular No. CIR/CFD/CMD1/27/2019 DATED 08TH February, 2019.

Thanking you,

Yours faithfully

For Garware Marine Industries Limited



**Pallavi P. Shedge**  
Company Secretary & Compliance Officer  
ACS 29787



Encl: as above.



Email: [secretarial@garwaremarine.com](mailto:secretarial@garwaremarine.com) / [garware.marine@gmail.com](mailto:garware.marine@gmail.com) / [investorredressal@garwaremarine.com](mailto:investorredressal@garwaremarine.com) / [gmlimum@gmail.com](mailto:gmlimum@gmail.com)  
Website: [www.garwaremarine.com](http://www.garwaremarine.com)

PLEASE ADDRESS ALL COMMUNICATION TO THE COMPANY AND NOT TO INDIVIDUALS

# Rajkumar R. Tiwari

M.Com. LL.M., DFM. PGDCM&IA., M.Phil., DIPL, DLL, DTL, FCS  
Practising Company Secretary

1413, Navjivan Society-3  
Lamington Road  
Mumbai Central  
Mumbai 400 008  
Tele. 23011981 (M) 9820353375  
e-mail:raj\_nj13@hotmail.com

To,  
The Board of Directors  
Garware Marine Industries Limited  
CIN: L12235MH1975PLC018481  
102, Buildarch Wisteria, 1st Floor,  
Ram Maruti Road, Dadar - (West),  
Mumbai-400028

Sir / Madam,

## Annual Secretarial Compliance Report for the Financial Year 2019-20

I have been engaged by Garware Marine Industries Limited (hereinafter referred to as 'the Company') bearing CIN: L12235MH1975PLC018481 whose equity shares are listed on the BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars / guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

My responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars / guidelines issued there under from time to time and issue a report thereon.

The audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

Place: Mumbai  
Date: 15<sup>th</sup> June, 2020



Rajkumar R. Tiwari  
Company Secretary in whole time practice:  
C.P. No.:2400 FCS No.:4227

# **Rajkumar R. Tiwari**

M.Com. LL.M., DFM. PGDCM&IA., M.Phil., DIPL. DLL, DTL, FCS  
Practising Company Secretary

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## **SECRETARIAL COMPLIANCE REPORT OF GARWARE MARINE INDUSTRIES LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2020**

(Issued pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8,  
2019)

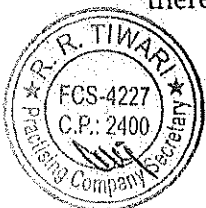
I, Rajkumar R. Tiwari, Practising Company Secretary (Membership No. FCS 4227 &  
CP No. 2400), Mumbai have examined:

- (a) all the documents and records made available to me and explanation provided by Garware Marine Industries Limited ("the listed entity"),
- (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 31<sup>st</sup> 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-



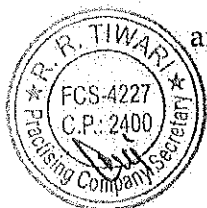
# *Rajkumar R. Tiwari*

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- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (hereinafter referred to as LODR);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - Not Applicable as there was no reportable event during the financial year under review;
- (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 as there was no reportable event during the financial year under review;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable as there was no reportable event during the financial year under review;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable as there was no reportable event during the financial year under review;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - Not Applicable as there was no reportable event during the financial year 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, 1996;

and circulars / guidelines issued there under;



# Rajkumar R. Tiwari

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

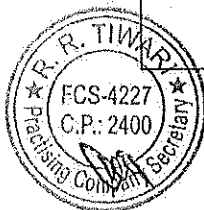
- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under including SEBI , except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
None			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under 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 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.
None				



# Rajkumar R. Tiwari

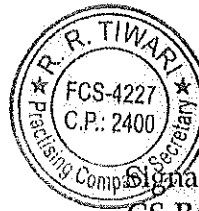
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 <sup>st</sup> March, 2019	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
Not applicable				

Place: Mumbai  
Date: 15<sup>th</sup> June, 2020



Signature:

CS Rajkumar R. Tiwari  
Practising Company Secretary  
FCS No. 4227 C P No. 2400  
UDIN: F004227B000342697