

**Secretarial compliance report of DUNCAN ENGINEERING LIMITED for the year ended March 31, 2019 under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

I have examined:

- (a) All the documents and records made available to us and explanation provided by DUNCAN ENGINEERING LIMITED;
- (b) The filings/submissions made by the DUNCAN ENGINEERING LIMITED to the stock exchange;
- (c) Website of the DUNCAN ENGINEERING LIMITED;
- (d) Any other document/filing as may be relevant, which has been relied upon to make this Certification;

For the period ended March 31, 2019 (Review period) in respect of the 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:-

- (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;

*S. Vaishnav*



(d) Securities and Exchange Board of India (Buyback of Securities) Regulations 2018 ( Not applicable);

(e) Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 ( Not Applicable );

(f) Securities and Exchange Board of India (issue and listing of Debt Securities) Regulations 2008; (Not Applicable);

(g) Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations 2013; (Not Applicable)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;

(i) (other regulations as applicable) ;

And circulars/guidelines issued there under.

And based on the above examination, I, report that during the Review Period


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

No non compliances noted for applicable regulations.

Sr.No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
	NOT APPLICABLE		

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 the examination of those records.

(c) The following are the details of actions taken against DUNCAN ENGINEERING LIMITED /its promoters/directors/material subsidiaries either by SEBI or by Stock

*Vaishnav*  


Exchanges (including 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.
	NOT	APPLICABLE		

(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 previous reports	Observations made in the secretarial compliance report for the year ended ...(The years are to be mentioned)	Actions taken by the listed entity, if any.	Comments of the Practicing Company Secretary on the actions taken by the listed entity.
	NOT	APPLICABLE		

Place: PUNE

Date: May 6, 2019

Signature:

*S. Vaishnav*

Name of the Practicing Company Secretary

ACS No.11392

C.P. No. 8675

