

OMKAR SPECIALITY CHEMICALS LIMITED

Regd. & Corporate Office : Unit - III, B-34, M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India

Tel. : +91 (0251) 2697340, 2690651, Fax : +91 (0251) 2697347, 2691572

Email : info@omkarchemicals.com Web. : www.omkarchemicals.com

CIN : L24110MH2005PLC151589

Date: May 29, 2019

Ref. No.: OSCL/SE/2019-20/14

To,

Corporate Services Department BSE LIMITED P.J. Towers, 1 st Floor, Dalal Street, Mumbai – 400001. BSE Code: 533317	Corporate Services Department NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051. NSE Symbol: OMKARCHEM
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Dear Sir/Madam,

SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT

We are enclosing herewith Annual Secretarial Compliance Report from a Practicing Company Secretary for the year ended March 31, 2019 as per Circular No. CIR/CFD/CMDL1/27/2019 dated February 8, 2019 issued by SEBI.

Kindly take the same on record.

Thanking you,

Yours sincerely,

For **OMKAR SPECIALITY CHEMICALS LIMITED**

SD/-

SUNNY PAGARE

COMPANY SECRETARY & COMPLIANCE OFFICER

(M.No. F8896)

NILESH A. PRADHAN & CO., LLP

Company Secretaries

Secretarial Compliance Report of OMKAR SPECIALITY CHEMICALS LIMITED FOR THE YEAR ENDED 31ST MARCH, 2019

We Nilesh A. Pradhan & Co., LLP have examined:

- (a) all the documents and records made available to us and explanation provided by Omkar Speciality Chemicals 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 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 (Buyback of Securities) Regulations, 2018 (Not Applicable during the current financial year);



(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not Applicable during the current financial year);

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable during the current financial year);

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Not Applicable during the current financial year);

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

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/ circulars / guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	Regulation 29 (2) of the Securities And Exchange Board Of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The intimation of trading of securities is required to be given by person within two working days of transactions to the Company and to the Exchange (s).	There was delay in reporting inter-se transfer and release of pledge to the exchange.	Inter-se transfer and release of pledge dated 11.06.2018 was informed to the Stock Exchange on 27.11.2018.
2.	Regulation 31 (1) of the Securities And Exchange Board Of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The intimation of encumbrance of shares is required to be given by promoter within seven working days of transactions to the Company and to the Exchange (s).	There was delay in reporting the encumbrance to the Company and exchange.	Creation of pledge dated 26.11.2018 was informed to the Stock Exchange on 18.12.2018.



Nilesh A. Pradhan & Co., LLP
Company Secretaries

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder 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 thereunder:

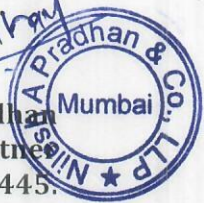
Sr.No	Action taken by	Details of violation	Details of action taken e.g fines, warning letter , debarment etc.	Observations/Remarks of the Practicing Company Secretary if any
Not Applicable				

(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 the previous reports.	Observations made in the Secretarial Compliance Report for the year ended ...(The years are to be mentioned)	Action taken by the listed entity if any	Comments of the Practicing Company Secretary on the action taken by the listed entity.
This being the first report pursuant to the regulations this part of reporting is not applicable for the financial year under review.				

For **Nilesh A. Pradhan & Co., LLP**
Company Secretaries

NA Pradhan
Nilesh A. Pradhan
Partner
FCS No: 5445.
COP No: 3659



Place: Mumbai
Date: 29th May, 2019