



February 13, 2020

The Calcutta Stock Exchange Ltd.
71 Lyons Range
Kolkata- 700001
Scrip Code: 10013217

The Corporate Relationship Department
The BSE Limited
P.J. Towers, Dalal Street
Mumbai- 400001
Scrip Code: 500089

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block, Bandra Kurla Complex
Bandra (E), Mumbai – 400051
Scrip Code: DICIND

Sub: Annual Secretarial Compliance Report for the year ended December 31, 2019

Dear Sir/Madam,

Pursuant to the Regulation 24A of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Annual Secretarial Compliance Report for the financial year ended December 31, 2019.

You are requested to kindly take the above information on record.

Thanking You,
Yours Faithfully,
For DIC India Limited

A handwritten signature in blue ink, appearing to read 'Raghav Shukla', with a horizontal line extending to the right.

Raghav Shukla
General Manager-Legal &
Company Secretary

**SECRETARIAL COMPLIANCE REPORT OF
DIC INDIA LIMITED**

For the financial year ended 31st December, 2019

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements)
(Amendment) Regulations, 2018

To
The Members
DIC India Ltd.
Transport Depot Road
Kolkata 700088
West Bengal

We have examined:

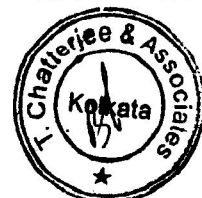
- (a) all the documents and records made available to us and explanation provided by **DIC INDIA LIMITED, CIN: L24223WB1947PLC015202**, having its Registered Office at Transport Depot Road, Kolkata 700001 listed on BSE Ltd., Scrip Code: 500089 and National Stock Exchange of India Ltd, Scrip Code DICIND and The Calcutta Stock Exchange, Scrip Code: 10013217 (hereinafter referred as "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 December, 2019 (herein after referred as the "Review Period") in respect of compliance with the provisions, to the extent applicable to the listed entity of:

- (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (ii) 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 to the extent applicable to the listed entity during the Review Period, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (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, 2018;



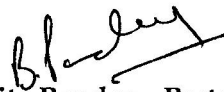
and based on the above examination, we hereby report that, during the Review Period:

- a. The Listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued there under.
- 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 our examination of those records.
- c. During the period under review there was no action taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges.
- d. There were no observations made in the previous reports.

We further report that based on the information received and records maintained there are adequate systems and processes in the listed entity with the size and operations of the listed entity to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place: Kolkata
Date: 12 February 2020

For T.Chatterjee & Associates
FRN No. - P2007WB067100



Binita Pandey - Partner
Membership No: 41594
COP No. : 19730
UDIN: A041594B000136678