

# METALYST FORGINGS LIMITED

(formerly known as Ahmednagar Forgings Limited)

Registered Office :

Gat No. 614, Village Kuruli Khed, Pune, Maharashtra - 410501

Tel.: +91-2135-252148, Fax: +91-2135-252105

CIN No. : L28910MH1977PLC019569

**Ref. No. : MFL/BSE/NSE/2019**

**Date : 25<sup>th</sup> May, 2019**

To

**BSE Limited,**

Phirozee Jeejee Bhoy Towers,

Dalal Street,

Mumbai-400001

**BSE SECURITY CODE: 513335**

To

**National Stock Exchange of India Limited**

Exchange Plaza, 4th Floor, Plot No. C-1,

G Block, Bandra Kurla Complex, Bandra East,

Mumbai-400001

**NSE TRADING SYMBOL : METALFORGE**

**Subject : Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2019.**

Dear Sir,

Please find enclosed herewith the **Secretarial Compliance Report** pursuant to **Regulation 24 A** of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended **31<sup>st</sup> March, 2019**.

You are kindly requested to take the same on record and oblige.

Thanking you.

Yours Faithfully

For **METALYST FORGINGS LIMITED**

(A Company under Corporate Insolvency Resolution Process)



**Pavan Kumar Mishra**

**(Company Secretary & Compliance Officer)**

Issued with Approval of Mr. Dinkar T. Venkatasubramanian

(Resolution Professional)

IP Registration no. IBBI/IPA-001/IP-P00003/2016-17/10011

**Metalyst Forgings Limited is under Corporate Insolvency Resolution Process of the Insolvency and Bankruptcy Code, 2016. Its affairs, business and assets are being managed by the Resolution Professional, Mr. Dinkar T. Venkatasubramanian, appointed as Interim Resolution Professional by the National Company Law Tribunal by order dated 15 December, 2017 and continued as Resolution Professional by the Committee of Creditors in its meeting held on 12 January, 2018 under provisions of the code.**

# S. Khurana & Associates

Company Secretaries

Email: [sachinkhuranacs@gmail.com](mailto:sachinkhuranacs@gmail.com)

(M): 9540407575, 9999512628

**SECRETARIAL COMPLIANCE REPORT OF  
METALYST FORGINGS LIMITED  
for the year ended 31<sup>st</sup> March, 2019**

To,  
**Mr. Dinkar T. Venkatasubramanian (Resolution Professional)**  
**(IP Registration No. IBBI/IPA-001/IP-P00003/2016-17/10011)**  
**Metalyst Forgings Limited**  
**CIN - L28910MH1977PLC019569**  
**Gat No 614 Village Kurulikhed,**  
**Pune 410501 Maharashtra**

I, Sachin Khurana, Practicing Company Secretary of S. Khurana and Associates have examined that:

- a) all the documents and records made available to us and explanation provided by **METALYST FORGINGS 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, 2019 ("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 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;- **The Company has not issued any type of Securities during the reporting period.**
  - 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 the Company has not bought back any of its Securities.**
- 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 thereunder;

I **Sachin Khurana** 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:-

<i>S. No.</i>	<i>Compliance Requirement (Regulations! circulars! guidelines including specific clause)</i>	<i>Deviations</i>	<i>Observations! Remarks of the Practicing Company Secretary</i>
1.	<i>Regulation 31(1)(b) Shareholding Pattern for the Quarter Ended March, 2018</i>	<i>Delayed Submission by 17 Days</i>	<i>The Shareholding Pattern submitted on 09<sup>th</sup> May, 2018.</i>
2	<i>Regulation 33 (3) (a) &amp; (d) Financial Results for the Quarterly and Yearly Ended March, 2018</i>	<i>Delayed Submission By 9 Days</i>	<i>The Audited Financial Results were submitted on 09<sup>th</sup> June, 2018.</i>
3.	<i>Regulation 33 (3) (a) Financial Results for the Quarter Ended June, 2018</i>	<i>Delayed Submission by 5 days</i>	<i>The Un-audited Financial Results were submitted on 20<sup>th</sup> August, 2018.</i>
4.	<i>Regulation 33 (3) (a) Financial Results for the Quarter Ended December, 2018</i>	<i>Delayed Submission by 14 days</i>	<i>The Un-audited Financial Results were submitted on 28<sup>th</sup> February, 2019.</i>
5.	<i>Regulation 31 (1) (b) Shareholding Pattern for the Quarter Ended March, 2019</i>	<i>Delayed Submission by 16 days</i>	<i>The Shareholding Pattern submitted on 08<sup>th</sup> May, 2019.</i>
6.	<i>Regulation 14-Fees and Other Charges to be paid to the Stock Exchange for the Financial Year 2017-18</i>	<i>Annual Listing Fees (ALF) has been paid after the expiry of due date</i>	<i>The Annual Listing Fees (ALF) has been paid for the Financial Year 2017-18 on July 27, 2018</i>



(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/ 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:

<b>S. 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	SEBI	Ref: SEBI/HO/TV D/ID9/OW/P//28110/2017 Letter dated 14.11.2017, 12.12.2017, 12.02.2018, 13.08.2018 and 27.04.2018- regarding Investigation in the trading activities of certain entities in the scrip of Metalyst Forgings Limited	Company and director was summon to furnish documents and information	The Company has submitted the reply on 02.07.2018
2.	SEBI	Ref. SEBI/HO/TV D/ID16/OW/P/2019/1810/1 Letter dated 17.01.2019 regarding investigation in trading activities summoned to company and Ref. SEBI/HO/TV D/ID16/OW/P/2019/1812/1 letter dated 17.01.2019 summoned to the director of the Company.	Company and director was summon to furnish documents and information on or before January 24, 2019	The Company and its Directors has submitted the reply on March 08, 2019
3.	SEBI	Clause 35(1)(a) and (b) of the Listing Agreement	Adjudication Proceeding u/s 23H of SCRA 1956 read with Section 21 of SCRA, 1956.	Proceedings are under process



4.	Stock Exchange	Non-compliance of Regulation 31 and Regulation 33 of SEBI (LODR) Regulations 2015	Financial Penalty was imposed by Stock Exchange	Penalty has been partially paid by the company, further the Insolvency Professional has requested the Stock Exchange to waive off the penalty amount.
5.	Stock Exchange	Regulation 27(2) of SEBI (LODR) Regulations 2015	Non compliance observed in CG Report submitted by the company in respect of Reg. 17(2) and Reg. 18(2)(a)	The Company has submitted the reply to Stock Exchange

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable, since this report is being issued for the first time and accordingly no action was required to be taken by the company.**

*Metalyt Forgings Limited is under Corporate Insolvency Resolution Process of the Insolvency and Bankruptcy Code, 2016. Its affairs, business and assets are being managed by the Resolution Professional, Mr. Dinkar T. Venkatasubramanian, appointed as Interim Resolution Professional by the National Company Law Tribunal by order dated 15 December, 2017 and continued as Resolution Professional by the Committee of Creditors in its meeting held on 12 January, 2018 under provisions of the code. The powers of the Board stands suspended as per Section 17 of the Code and such powers are being exercised by the Resolution Professional.*

**For S. Khurana & Associates  
Company Secretaries**

  
Sachin Khurana  
Practicing Company Secretary  
CP No.:13212  
Membership No.: F10098

**Date: 21-05-2019  
Place: New Delhi**