



AN ISO 9001 : 2015
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE', 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2283-5964 / 5965 / 5966
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfrastructures.com
CIN No. L45209 WB 1924 PLC 004969

Ref No. 01/CS/SE/001/93820

Date: 28th May, 2019

The Secretary
National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai – 400 051

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata – 700 001

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Sub: Submission of Annual Secretarial Compliance Report for year ended 31st March, 2019

Dear Sir/Madam,

In compliance with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, enclosed please find the Annual Secretarial Compliance Report dated 28th May 2019 for the Financial Year 2018-19 issued by M/s. A. K. Labh & Co., Company Secretaries.

We request you to take the same on record.

Thanking You,

Yours faithfully,
For **SIMPLEX INFRASTRUCTURES LIMITED**


B. L. Bajoria
Sr. Vice President & Company Secretary

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Secretarial Compliance Report of Simplex Infrastructures Limited for the year ended 31st March, 2019

We, A. K. Labh & Co., *Company Secretaries*, have examined:

- (a) all the documents and records made available to us and explanation provided by **Simplex Infrastructures Limited** (CIN : L45209WB1924PLC004969) having its Registered Office at 'Simplex House', 27, Shakespeare Sarani, Kolkata – 700017, West Bengal ("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 ("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, as amended, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosures 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, 2015;
- (d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;



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DIM, DHRD, PGHDSM, DIRPM
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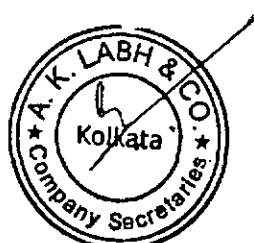
- (e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 / 2018;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

and circulars/ guidelines issued thereunder; and based on 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:-

Sl. No.	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
1	The Financial Results are required to be published in the newspapers within 48 hours of the conclusion of the meeting of the Board of Directors at which the financial results are approved. [Regulation 47(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]	Board Meeting for approval of unaudited financial results of the Company for the quarter ended 30.06.2018 was held on 14.08.2018 which concluded at 9:00 P.M. However, the results were published in the newspapers on 17.08.2018 instead of 16.08.2018.	The Board Meeting concluded at 9:00 P.M. and the same was duly reported to the respective stock exchanges within stipulated time. As informed by the Company, it was not possible to publish the financial results, the very next day, i.e., on 15.08.2018 as the meeting concluded at 9:00 P.M. on 14.08.2018. Further, there was no newspaper publication on 16.08.2018 because 15.08.2018 was the national holiday and hence the Company was left with no option but to get it published only on 17.08.2018.

- (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 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:



A. K. LABH

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Sl.No	Action taken by	Details of Violation	Details of Action taken E.g. fines, warning letter, debarment, etc.	Observations/ Remarks of the Practising Company Secretary, if any.
-	None	None	-	-

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

Sl.No	Observation of practising Company Secretary in the 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, in any	Comments of the Practising Company Secretary on the actions taken by the listed entity
-	-	Not Applicable (since being the first year of implementation of this report)	-	-

For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)

Practising Company Secretary

FCS - 4848 / CP No.- 3238

Place: *Kolkata*
Date: *28.05.2019*

