



A Govt. Recognised Trading House

# SANWARIA CONSUMER LIMITED

(Formerly known as Sanwaria Agro Oils Limited)



**SANWARIA GROUP**  
Serving society through Industry

CIN - L15143MP1991PLC006395

May 30, 2019

<b>Bombay Stock Exchange Ltd.</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001.  BSE Scrip Code: 519260	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5th Floor Plot No. C/1,G Block Bandra – Kurla Complex Bandra (E) Mumbai- 400051.  NSE Scrip Symbol: SANWARIA
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**Subject:- Compliance under Regulation 24 (A) of the SEBI (Listing obligations and Disclosure requirements) Regulations, 2015**

**Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019**

Dear Sir/Madam,

Pursuant to Regulation 24 (A) of the SEBI (Listing obligations and Disclosure requirements) Regulations, 2015, please find enclosed herewith Secretarial Compliance Report for Sanwaria Consumer Limited duly issued by M/s P.K Rai & Associates, Practicing Company Secretaries, Bhopal for the year ended 31<sup>st</sup> March, 2019.

We request you to kindly take this information on your records.

Thanking You

For Sanwaria Consumer Limited



Pragya Raghuwanshi  
Company Secretary & Compliance Officer

# P. K. RAI & ASSOCIATES

## COMPANY SECRETARIES

P. K. RAI

M.Com., LL.B., ACS

F-5, 1st Floor, 159, Smuriti Complex, Zone-II, M.P. Nagar, Bhopal-462011  
Phone: (O) 2761172, Mobile: 9303124872 E-mail: cspkrai@gmail.com

Ref.: ..... Secretarial compliance report of Sanwaria Consumer Limited for the year ended  
31<sup>st</sup> March, 2019 Date : .....

I, CS Praveen Kumar Rai have examined:

- (a) all the documents and records made available to us and explanation provided by Sanwaria Consumer Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to Bombay Stock Exchange (BSE) and National Stock exchange (NSE),
- (c) website of the listed entity (<https://www.sanwariaconsumer.com/>),
- (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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the review period)
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; : (Not applicable to the Company during the review period)
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; : (Not applicable to the Company during the review period)
- (h) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and





Redeemable Preference Shares)Regulations,2013;; (Not applicable to the Company during the review period.

(i) Securities and Exchange Board of India (Delisting of Equity Shares) regulations, 2009; ;; (Not applicable to the Company during the review period)

and based on the above examination, I/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:-

S.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation '47(1)(a)- Advertisements in Newspapers	The company has not published notice of the Board Meeting where financial results shall be published in newspaper simultaneously with the submission of the same to Stock Exchange.	The Company had uploaded this information on BSE and company's website. The Company has partially complied with the Regulation..
2.	Regulation '47(3)	The Company has not submitted to the Stock Exchange the information specified in Regulation 47 (1), regarding Newspaper Publication	The Company has partially complied with the Regulation..

(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/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:





S.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.
1.	Bombay Stock Exchange	Delay in furnishing prior intimation as per Listing Regulation 29(2)/ 29(3) for the meeting of Board of Directors convened as on January 21, 2019	The Company has submitted its clarification to the exchange. And no further action was taken by Bombay Stock Exchange	No adverse comment to offer
4	National Stock exchange	Delay in compliance with Listing Regulation 33 for delay in filling Financial Results of the Company	The Company has paid penalty of Rs. 88500 for delay in submitting financial results to the exchange.	No adverse comment to offer

(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
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Date: 30.05.2019  
Place: Bhopal

For P.K.Rai & Associates



CS Praveen Kumar Rai  
M. No. 6313  
CP No.3779