SCL:SEC:NSE:BSE:2019-20

24th May 2019

The National Stock Exchange of India Ltd., "Exchange Plaza", 5th Floor Bandra – Kurla Complex Bandra (East) Mumbai – 400 051

BSE Limited P J Towers Dalal Street **Mumbai – 400 001**

The Secretary

Symbol: SAGCEM

Series: EQ

Scrip Code: 502090

Dear Sir,

Submission of Secretarial Compliance Report pursuant to SEBI Circular No.CIR/CFD/CMD1/27/2019, dt.8.2.2019

Pursuant to SEBI Circular No.CIR/CFD/CMD1/27/2019, dt.8.2.2019, we are submitting herewith the Secretarial Compliance Report for the year ended 31st March, 2019.

We would request you to kindly take the above report on record.

Thanking you

Yours faithfully

For Sagar Cements Limited

R.Soundararajan

Company Secretary

Encl.







PS

BSS&ASSOCIATES

COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad -500 004 Phone: 040 - 40171671, Cell: 9705175099

E-mail: bssass99@gmail.com

Secretarial Compliance Report of Sagar Cements Ltd for the year ended March 31, 2019

We, B S S & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Sagar Cements Ltd ("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 March 31, 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, 2009 / 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 Review Period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 Not applicable during the Review Period;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 Not applicable during the Review Period;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 Not applicable during the Review Period;
- (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.
- (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) During the Reporting Period, there were no 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.
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: Not Applicable as this is the first Annual Secretarial Compliance Report.

for B S S & Associates, Company Secretaries

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Hyderab S. Srikanth Partner

C.P. No.: 7999

Place: Hyderabad Date: 10.05.2019