

Asian Granito India Ltd.

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Ahmedabad-380015. Gujarat, India.

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CIN : L17110GJ1995PLC027025



— Beautiful Life —

Date: 30.07.2020

To,
Corporate Relations Department,
Bombay Stock Exchange Limited,
2nd Floor, P.J Towers,
Dalal Street,
Mumbai-400 001

To,
Corporate Relations Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No., C/1, G-Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051
Scrip Code: ASIANTILES

Scrip Code: 532888

Dear Sir/ Madam,

Sub: Annual Secretarial Compliance Report of Asian Granito India Limited

Pursuant to the SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we enclose herewith the Secretarial Compliance Report of Asian Granito India Limited for the year ended 31st March, 2020, issued by M/S Rajesh Parekh & Company, Company Secretaries, Ahmedabad.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Asian Granito India Limited

Kamleshbhai B. Patel
Chairman and Managing Director
DIN: 00229700

Encl.: As above



Asian Granito India Ltd.

Rajesh Parekh & Co.

Company Secretary

**104 Ashwamegh Avenue
Nr. Mithakhali Underbridge,
Navrangpura,
Ahmedabad - 380 009.**

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Secretarial Compliance Report of Asian Granito (India) Limited (CIN: L17110GJ1995PLC027025) for the year ended 31st March, 2020

I, Rajesh Parekh, Practicing Company Secretary has examined:

- (a) all the documents and records made available to us and explanation provided by Asian Granito (India) 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 31st March, 2020 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 (Buyback of Securities) Regulations, 2018;
(Not applicable during the period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
(Not applicable during the period)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
(Not applicable during the period)

- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
(Not applicable during the 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, I 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:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	<p>Regulation 7(2)(a) of PIT</p> <p>Every Promoter, member of promoter group, designated person and directors shall disclose to the Company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees or such other value as may be specified.</p>	<p>Donroy LLP (Designated Person) made trade on 29-10-2019 and the same was intimated to Company on 15-11-2019.</p>	<p>The Designated Person has not complied with the Regulation 7(2)(a) of PIT.</p>
2.	<p>Regulation 9(1) of PIT</p> <p>The board of directors of every listed company and the Board or head(s) of the organisation of every intermediary shall ensure that the CFO or MD shall formulate a code of conduct with their approval to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons towards achieving compliance with these regulations, adopting the minimum standards set out in Schedule B (in case of a listed company) and Schedule C (in case of an intermediary) to these regulations, without diluting the provisions of these regulations in any manner</p>	<p>1) Mr. Hasmukhbhai Patel had made trade during the Trading window closure period from 14-10-2019 to 1-10-2019. As per the SEBI circular regarding Reporting of Violations related to code of conduct under SEBI(PIT), Regulaions,2015 the Company has reported such trade to SEBI on 17-10-2019.</p> <p>2) Donroy LLP being designated person had made a contra trade within 6 months and such trade was made during trading window closure period. As per the SEBI circular regarding Reporting of Violations related to code of conduct under SEBI(PIT), Regulaions,2015 the Company has reported such trade to SEBI on 20-11-2019.</p> <p>3) Mr. Dipak Patel had made trade during the</p>	<p>Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015 was violated by Designated Persons by trading in shares of the Company when the trading window was closed.</p> <p>After going through the facts of each case the Company has imposed penalty of Rs. 10000/- on Mr. Hasmukhbhai Patel, Rs. 20000/- on Donroy LLP and Rs 5000/- on Mr. Dipak Patel for violation of Code of Conduct.</p> <p>The Company received Demand draft of Rs. 20000/- from Donroy LLP and Rs. 5000/- from Mr. Dipak Patel in favour of 'SEBI Investor and Education Fund' and the same was deposited by the Company at SEBI office Ahmedabad on 06-07-2020.</p>

	Trading Window closure period from 01-01-2020 to 15-02-2020. As per the SEBI circular regarding Reporting of Violations related to code of conduct under SEBI(PIT), Regulations, 2015 the Company has reported such trade to SEBI on 06-07-2020.	
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(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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:

Sr. 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.
NIL				

(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 said report for the year ended	Actions taken by the listed entity, if any	Comments of Practicing Company Secretary on the actions taken by the listed entity
1	The Company has not complied with the Regulation 47(2) of LODR.	2018-19	Due to oversight the website link was not provided in few newspaper publications. The Company will ensure that the complete details are provided in	Undertaking to comply with Regulation 47(2) LODR has been obtained from the Company.

			the newspaper publications in future.	
2	The Company has not complied with BSE Circular dated 20/06/2018 in respect of Enforcement of SEBI orders regarding appointment of Directors by listed entities at the time of appointment of Director. However company has made announcement on 28/05/2019.	2018-19	The necessary compliance in respect of BSE circular dated 20/06/2018 has been done on 28/05/2019	Necessary Compliance has been done on 28/05/2019
3	The Company has not complied with Regulation 44(3) of LODR within the prescribed time limit of 48 hours.	2018-19	The submission of voting result as per Regulation 44(3) of LODR was delayed by negligible time due to technical issue	Undertaking to comply with Regulation 44(3) has been obtained from the Company.
4	The Company has updated the policy and adopted by the Board of Directors in board Meeting dated 06/03/2019 but the same was available on the website of the Company as on the date of this report.	2018-19	Due to oversight the said policy was updated on 30/05/2019. The Company has strengthened the compliance system to avoid such delay.	Necessary Compliance has been done on 30/05/2019.

**For Rajesh Parekh & Co.
Company Secretary**

Rajesh Digitally signed
by Rajesh
Gopaldas Gopaldas Parekh
Date: 2020.07.30
16:33:42 +05'30'
Parekh

Rajesh Parekh
Proprietor
Mem. No.: 8073
C.O.P. No.: 2939
UDIN: A008073B000522587

Date: 30-07-2020
Place: Ahmedabad