

Ref. No.: DNIL/L&S/2019/S-17A/68

May 29, 2019

**National Stock Exchange of India Ltd.**  
**Exchange Plaza, 5th floor,**  
**Plot No. C/1, G Block**  
**Bandra-Kurla Complex**  
**Bandra (E), Mumbai 400051**  
**Phone: 022 26598100**  
**Stock Code: DENORA EQ**

**Bombay Stock Exchange Limited**  
**Floor 25, Phiroze Jeejeebhoy Towers**  
**Dalal Street,**  
**Mumbai 400 001**  
**Phone: 022 22721233**  
**Scrip Code: 590031**

**Attn.: The Manager, Listing Dept.**

Dear Sir,

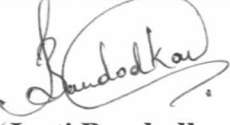
**Sub: Submission of Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2019**

Enclosed find herewith Annual Secretarial Compliance Report in respect of Financial Year ended 31st March, 2019 from Company Secretary in practice in compliance with SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge the receipt and take the same on your records.

Thanking you in anticipation

Yours Truly  
For **De Nora India Limited**

  
**Jyoti Bandodkar**  
**Company Secretary**  
**Encl.As above**

electrochemistry at your service<sup>SM</sup>

*Sadashiv V. Shet*

B.A., B.Com, LL.B, F.C.S.  
**Company Secretary**

Address : S-15, Jairam Complex, Nevginagar, Panaji-Goa 403001  
Phone : 0832-2427847, 2421237 Email : sadashivshet@gmail.com

**Secretarial Compliance Report of  
De Nora India Limited  
for the year ended 31<sup>st</sup> March, 2019**

To,  
The Members,  
De Nora India Limited  
PLOT NOS. 184, 185 & 189,  
KUNDAIM INDUSTRIAL ESTATE  
KUNDAIM, GOA - 403 110

I Sadashiv V Shet, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by De Nora 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 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 (Buyback of Securities) Regulations, 2018;  
..... **Not applicable to the company during the period under review.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; ..... **Not applicable to the company during the period under review.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ..... **Not applicable to the company during the period under review.**
- (g) 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 period under review.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

and circulars/ guidelines issued thereunder; And based on the above examination, I hereby report that during the year under review:

- (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
	NIL	NIL	NIL




- (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:

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	NIL	NIL	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 secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NOT Applicable				



Sadashiv V Shet  
Practicing Company Secretary  
FCS: 2477 CP No: 2540

Date: 09.05.2019  
Place: Panaji – Goa