

DIAMOND. JEWELLERY. PRECIOUS & SEMI PRECIOUS STONES

910, Parekh Market, 39, J.S.S. Road, Opp. Kennedy Bridge, Opera House, Mumbai - 400 004. (INDIA)

TEL. : 91-22-23869731 / 91-22-23866471

FAX. : 91-22-23800038

E-mail : account_zjml@yahoo.com CIN : 165910MH1987PLC042107 E-mail : info@zodiacjrdmkjitd.com Website : www.zodiacjrdmkjitd.com

Date: 6th July, 2020

Listing Department, Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai. The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, 5ht floor, Plot No. C/1, G Block,
Bandra – Kurla Complex, Bandra (East),

Mumbai – 400 051.

Company Code No. 512587

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report for the financial year ended March 31, 2020. This is for your information and records.

Kindly acknowledge the receipt.

Thanking you.

Yours faithfully, For Zodiac-Jrd-Mkj Limited,

Rajnikant Digitally signed by Rajnikant Amratlal Jhaveri Date: 2020.07.06 20:52:34 +0530

Director

Rajnikant Jhaveri

Encl : a/a.



Office:

Office No. 03, A Wing, 9th Floor, Pinnacle Corporate Park BKC CST Link Rd., MMRDA Area, Bandra Kurla Complex, Bandra East, Mumbai- 400 051 Tel.: 022 - 2652 9367 / 68

Mobile No.: +91 98200 48670 Email: bhattvirendra1945@yahoo.co.in

SECRETARIAL COMPLIANCE REPORT OF ZODIAC-JRD-MKJ LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

1. I, I. Javeri, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to me and explanation provided by **Zodiac-Jrd-Mkj Limited** ("the listed entity") arising from the compliances of specific Regulations listed under Clause 2 of this report;
- (b) the filings or submissions made by the Listed Entity to the stock exchanges in connection with the above;
- (c) website of the listed entity; and
- (d) all other documents, fillings or submission on the basis of which this certification is given,

for the financial year ended 31st March, 2020 ("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");

2. 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 (Not applicable during the review period);

- (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 periods);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Not applicable during the review periods);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (Not applicable during the review period);

and based on the above examination, I hereby report that, during the Review Period:

(a) The Listed Entity has prima facie complied with the applicable provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of the matters specified below:

Sr.	Compliance Requirement	Deviations	Observations/ Remarks of	
No.	(Regulations/ circulars /		the Practicing Company	
	guidelines including specific		Secretary	
	clause)			
-	N.A.	N.A.	N.A.	

(b) The listed entity has prima facie 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) I further report that during the review period, as per the information provided by the Company, prima facie there were no instances of transaction by the designated persons in the securities of the Company during the closure of window.
- (d) The following are the details of actions taken against the listed entity/ its promoters/ directors 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.	Action	Details of	Details of action taken	Observations/ remarks of	
No.	taken	violation	E.g. fines, warning	the Practicing Company	
	by		letter, debarment, etc.	Secretary, if any.	
-	N.A.	N.A.	N.A.	N.A.	

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

Sr.	Observations of the Observations		Actions taken	Comments of
No.	Practicing Company	made in the	by the listed	the Practicing
	Secretary in the	secretarial	entity, if any	Company
	previous reports	compliance		Secretary on
		report for the		the actions
		year ended 31st		taken by the
		March, 2019		listed entity
-	None	N.A.	Not required	N.A.

- (f) The Listed entity has prima facie complied with points 6(A) and 6(B) as mentioned in SEBI Circular No.: CIR/CFD/CMD1/114/2019 dated 18th October, 2019 and that they have incorporated all the terms and conditions in the respective appointment letter/supplemental letter issued to the Statutory Auditors.
- (g) Due to COVID 19 and continued lockdown, we are unable to verify the partial information physically, therefore we rely on the information provided by the Company in electronic mode.

INDRABALA
HASMUKHL

L JAVERI

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Place: Mumbai

Date: 25th June, 2020

UDIN: A002209B000378081

Ms. I. Javeri ACS No.: 2209 COP No.: 7245