



## **POONA DAL AND OIL INDUSTRIES LTD**

**OFFICE :** 71/A, INDUSTRIAL ESTATE, HADAPSAR, PUNE - 411 013 (INDIA).  
**TEL. :** +91 20-26816020, 26816024, **FAX:** 26816021, **Email:** pdoil@pdbmggroup.com  
**CIN No. :** L15313PN1993PLC070263

**Dated 28<sup>th</sup> May,2019**

**To**  
**BSE Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Fort,**  
**Mumbai 400001.**

**Sub: Submission of Annual Secretarial Compliance Report for year ended 31st March, 2019**

Dear Sirs,  
In compliance with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019, please find enclosed copy of Annual Secretarial Compliance Report dated 28<sup>th</sup> May,2019 for the Financial Year 2018-19 issued by Ms. Trupti Chendake, Practicing Company Secretary and the Company's Secretarial Auditor.

You are requested to take the same on record

**Yours faithfully,**  
**For Poona Dal and Oil Industries Limited**

  
**Pradip P. Parakh**  
**Managing Director**  
**DIN:00053321**





*Trupti Chendake and Associates*  
*Company Secretaries*

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To,

28<sup>th</sup> Day of May, 2019

**POONA DAL AND OIL INDUSTRIES LIMITED,**

E-2, MIDC, Kurkumbh Tal-Daund,  
Kurkumbh Pune – 412208, Maharashtra, India.

I, **GS Trupti Anandrao Chendake**, Practicing Company Secretary have examined:

- a. All the documents and records made available to me and explanation provided by **Poona Dal and Oil Industries Limited** ("the listed entity"),
- b. The filings/ submissions made by the listed entity to the stock exchanges,
- c. Website of the listed entity,

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 there under; and
- b. The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued there under, 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 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company 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 (Buy-back of Securities) Regulations, 1998 and Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (Not applicable to the Company during the Review Period);



*Trupti Chendake and Associates*  
*Company Secretaries*

- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the Review Period);
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Review Period);
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013 (Not applicable to the Company during the Review Period);
- 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 there under; 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 there under except in respect of matters specified below:

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

b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under 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 there under:

Sr. No.	Action Taken by	Details of Violation	Details of action taken e.g. fine, warning letter, debarment, etc.	Observations/Remarks of the Company Secretary
NIL				

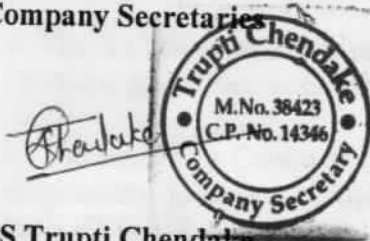


*Trupti Chendake and Associates*  
Company Secretaries

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

Sr. No.	Observations of Practicing Company Secretary in the Previous reports	Observations made in the secretarial compliance report for the year ended..(The years are to be mentioned)	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on actions taken by the listed entity
NIL				

For Trupti Chendake & Associates,  
Company Secretaries



CS Trupti Chendake  
M. No. 38423  
Cp.No.14346