

LATL:CS:REG24A:2020-21

Date : 18.06.2020

BSE Limited  
Listing Compliance Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

National Stock Exchange of India Limited  
Listing Compliance Department  
Exchange Plaza, C-1 Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051

**Company Code : 532796**

**Company Code : LUMAXTECH**

**Subject: Annual Secretarial Compliance Report pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Ma'am,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019, kindly find appended hereto, the Annual Secretarial Compliance Report of the Company for the Financial Year ended 31<sup>st</sup> March, 2020 duly issued by Mr. Maneesh Gupta, Practicing Company Secretary (FCS 4982).

You are requested to take the same on records and oblige.

Thanking you,

Yours faithfully,  
For **LUMAX AUTO TECHNOLOGIES LIMITED**



**ANIL TYAGI**  
**COMPANY SECRETARY**  
**M.NO. A-16825**



Encl.: as above

**MANEESH GUPTA**

18/15, 2<sup>nd</sup> Floor,  
Shakti Nagar, Delhi-110 007  
Ph: 9871208877

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF LUMAX AUTO  
TECHNOLOGIES LIMITED FOR THE YEAR ENDED MARCH 31, 2020**

Lumax Auto Technologies Limited,  
2<sup>nd</sup> Floor, Harbans Bhawan-II  
Commercial Complex,  
Nangal Raya,  
New Delhi-110 046

**Sub: Secretarial Compliance Report**

Sir/ Madam,

I, Maneesh Gupta, Practicing Company Secretary have examined

- a) all the documents and records made available to us and explanation provided by the Lumax Auto Technologies Limited (“the listed entity”),
- b) the filings/submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity, and
- d) any other document/ filing, as may be relevant, which has been relied upon to make his certification,

for the year ended March 31, 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 and 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; - **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 (Buyback of Securities) Regulations, 2018; - **Not Applicable to the Company during the review period.**
- 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 and 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 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.
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued together in so far 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:

<b>Sr. No .</b>	<b>Action taken by</b>	<b>Details of violation</b>	<b>Details of action taken E.g. fines, warning letter, debarment, etc.</b>	<b>Observations/ Remarks of the Practicing Company Secretary</b>
1	NSE	Non-compliance with Regulation 44 of SEBI (LODR) Regulations 2015	Letter to reject the waiver request of fine amounting to Rs. 10,000 levied for non-compliance or delayed compliance for SEBI circular no. SEBI/HO/CFD/CMD/CIR/P /2018/77 dated May 03, 2018, that company has failed in submission of voting results in forty eight hours for the postal ballot conducted on March 21, 2019.	The Company has filed a preliminary reply stating that the office of the Company is closed due to Covid-19 and will file a proper reply once the Office re-opens. The matter is still pending.
2	NSE	Clarification -Corporate Governance Report submitted under SEBI (LODR)	Letter for clarification on the Special Resolution passed for Re-appointment of Mr. Avinash Prakash Gandhi, as an Independent Director (Non-Executive Director) who exceeds the age of 75	The Company has replied that the Company was required to have 5 independent directors, which

		Regulations, 2015 for quarter ended September 30, 2019	years as on April 01, 2019, while SR for his re-appointment for 5 years was passed on August 23, 2019.	are already there. Mr. A P Gandhi is the 6 <sup>th</sup> independent director, hence there is no violation.
--	--	--	--	---

d) The listed entity has taken the following actions to comply with the observations made in previous reports: - **Not Applicable as there were no observations which require action.**

**Place: New Delhi**  
**Date: June 16, 2020**  
**UDIN: F004982B000347280**

**Signature**  
**Maneesh Gupta**  
**FCS No.: 4982**  
**CP No.: 2945**