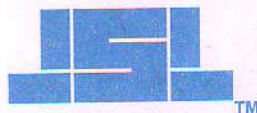




ISO 9001 : 2008
Reg. No. RQ91/5487



JSL INDUSTRIES LTD.

Registered Office & Works

Village Mogar-388 340, Tal. & Dist. Anand, (Gujarat) (India)

Phones : 02692 - 280224, 280254, Fax : 02692 - 280227

E-Mail : jsl@jslmogar.com • Website : www.jslmogar.com

CIN NO. L31100GJ1966PLC001397

BY: ELECTRONIC MODE

May 27, 2019

To,
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai - 400 001

SECURITY CODE: 504080

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2019.

Dear Sir/Madam,

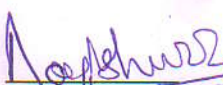
In terms of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued to the Company by J. J. Gandhi & Co., Practising Company Secretaries, for the financial year ended March 31, 2019.

Kindly take above on your record and oblige.

Thanking you,

Yours faithfully,

For JSL Industries Limited


Ishwar Nayi
Company Secretary



Encl : As Above



J. J. Gandhi & Co.

Practising Company Secretaries &
Insolvency Professional
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall
Besides Dinesh Mill
Jetalpur, Vadodara - 390 007
Phone (o) 2985022 Cell : 9374620085
Email : jjgandhics@gmail.com

**SECRETARIAL COMPLIANCE REPORT OF
JSL INDUSTRIES LIMITED**

For the financial year ended 31st March 2019

[Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019]

To
JSL Industries Limited,
Mogar - 388340
Dist. Anand

I have examined;

- A. all the documents and records made available to us and explanation provided by **JSL Industries Limited** (hereinafter called as '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, 2019** (hereinafter referred to as '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 - Not Applicable during the review period;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



JSL Industries Limited - FY 2018-19

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J. J. Gandhi & Co.

Practising Company Secretaries &
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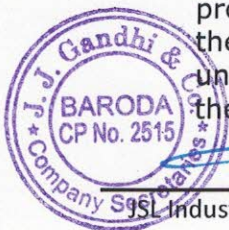
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable during the review period;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable during the review period;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable during the review period;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - Not Applicable during the review period;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

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 PCS
1.	Regulation 31(2) of the SEBI (LODR) Regulations, 2015	100% shareholding of the promoters are not in demat form. NRI in the promoters group held shares in physical form.	Whole of the shareholding of Promoters and promoter group should be held in demat form.

- (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 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;





J. J. Gandhi & Co.

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Sr. No.	Actions taken by	Details of violation	of	Details of action taken e.g. Fine, warning letter, debarment etc.	Observations/ remarks of the PCS, if any.
None					

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports;

Sr. No.	Observations of the PCS in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 31 st March, 2019	Actions taken by the Listed entity	Comments of the PCS on the actions taken by the listed entity
Not Applicable as this being the first report				

for J. J. Gandhi & Co.
Practising Company Secretaries

(J. J. Gandhi)
Proprietor
FCS No. 3519 and CP No. 2515



Place: Vadodara
Date: 27th May, 2019