



PPAP Automotive Limited

CIN No. L74899DL1995PLC073281

B-206A, Phase-II, Noida - 201305, Uttar Pradesh, India

Tel : +91-120-2462552/53, Fax : +91-120-2461371

Email : info@ppapco.com, Website : www.ppapco.in

24th May, 2019

The Listing Department

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai – 400001

Scrip Code: 532934

The Listing Department

National Stock Exchange of India Limited

Exchange Plaza,

Bandra Kurla Complex,

Bandra (E), Mumbai – 400051

Symbol: PPAP

Subject: Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2019.

Dear Sir,

Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed copy of the of Annual Secretarial Compliance Report dated 24th May, 2019, issued by VLA & Associates, Secretarial Auditors of the Company, for the financial year 2018-2019.

This is for your information and record.

Thanking you,

Yours truly,

For **PPAP Automotive Limited**


Sonia Bhandari

Company Secretary

Encl: As above

SECRETARIAL COMPLIANCE REPORT OF PPAP AUTOMOTIVE LIMITED
FOR THE YEAR ENDED ON 31ST MARCH, 2019

I have examined:

- (a) all the documents and records made available to me and explanation provided by **PPAP Automotive 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 **on 31st 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 for the Review Period

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

Not Applicable for the Review Period



(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

Not Applicable for the Review Period

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

Not Applicable for the Review Period

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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 Practicing Company Secretary
N.A.			

(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.
N.A.				

(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
N.A.				



**For VLA & Associates
(Company Secretaries)**

Vishal Aggarwal

**Vishal Lochan Aggarwal
(Proprietor)**

FCS No.: 7241

C P No.: 7622

Place: New Delhi

Date : 24th May, 2019