

Ref: ASCL/SEC/20-21/15

July 31, 2020

1/ ✓ To,
The General Manager
Department of Corporate Services
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P. J. Tower
Dalal Street, Fort
Mumbai - 400 001
BSEscrip Code: 532853

2. To,
The General Manager (Listing)
National Stock Exchange of India Ltd
5th Floor, Exchange Plaza
Plot No. C/1, G Block
Bandra - Kurla Complex
Bandra (East)
Mumbai - 400 051
NSE Trading Symbol: ASAHISONG

SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED MARCH 31, 2020

REF: REGULATION 24A OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we enclose herewith a copy of Annual Secretarial Compliance Report for the financial year ended March 31, 2020 issued by Mr. Bipin L. Makwana, Practicing Company Secretary, Ahmedabad.

You are requested to take the same on record.

Thanking you,

Yours faithfully,
For, **ASAHI SONGWON COLORS LIMITED**

Saji V. Joseph

SAJI V. JOSEPH
Company Secretary



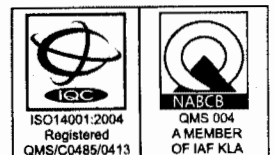
Encl: As above

Asahi Songwon Colors Ltd.

CIN: L24222GJ1990PLC014789

Regd. Office: "Asahi House", 13, Aaryans Corporate Park, Nr. Shilaj Railway Crossing, Thaltej-Shilaj Road, Thaltej, Ahmedabad-380 059, Gujarat. India

Tele : 91-79 3982 5000 • Fax : 91-79 3982 5100 • Web Site: www.asahisongwon.com



Bipin L. Makwana

Practicing Company Secretary
& Com. ACS

94, Jaldhara 1, Opp. Gopal Gram Panchayat,

Gopal, Ahmedabad: 380058

Email: makwana.bipin577@gmail.com, Mob: +919898079983

To,
The Board of Directors,
Asahi Songwon Colors Limited,
Asahi House, 13, Aryans Corporate Park,
Nr. Shilaj Rly. Crossing, Thaltej,
Ahmedabad: 380059

Sub: Annual Secretarial compliance report for the year ended 31st March, 2020

I, Bipin L. Makwana, Practicing Company Secretary, have examined:

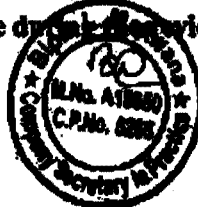
- (a) all the documents and records made available to me and explanation provided by Asahi Songwon Colors Limited ("the listed entity");
- (b) the filings/ submissions made by the listed entity to the BSE Limited and National Stock Exchange of India Limited;
- (c) website of the listed entity;
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March, 2020 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;
- (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 (Depositories and Participants) Regulations, 2018;

and circulars and 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, except in respect of matters specified below:-

Sl. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observation/ Remark of the Practicing Company Secretary.
1.	Regulation 19 (1) & (2) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015	All Members of Nomination and Remuneration Committees are not Non-executive Directors in Quarter June 30, 2019 and September 30, 2019	The Company has reconstituted the Nomination and Remuneration Committee on 26.7.2019 by appointing Non Executive Independent Director in accordance with said Regulation.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.



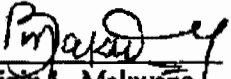
(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sl. 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.
1.	National Stock Exchange of India Limited and BSE Limited	Non-compliance to Regulation 19 (1) and 19 (2) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015.	Penalty levied by National Stock Exchange of India Limited for non-compliance for the Quarter ending June 30, 2019 and September 30, 2019	The company has paid penalty to the National Stock Exchange Of India Limited as stated in their letter dtd. 19/08/2019 and 01/11/2019 for the Quarter June 2019 and September, 2019 respectively and the matter is closed now.
2.	Securities and Exchange Board of India	Non Compliances in respect of Provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 on various dates during the year 1997, 1998, 2000, 2004 and 2005 by Directors viz. 1) Mrs. Paru M. Jaykrishna, 2) Mr. Munjal M. Jaykrishna and 3) Mr. Gokul M. Jaykrishna in respect of acquisition of 20% Shares of M/s. AksharChem (India) Ltd., by them through letter of offer in April, 2011.	Penalty levied by Adjudicating Officer appointed by SEBI for non compliance of takeover regulations for the past years.	Directors have paid penalty as per the order dtd. 24/12/2019 issued by Adjudicating Officer and the matter is disposed off now.



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

Sl. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	Nil	Nil	N.A	Nil


Bipin L. Makwana
Company Secretary
Membership No. 15650
C. P. No. 5265
UDIN: A015650B000536995



Notes

1. Due to restricted movement amid covid-19 pandemic, I have conducted the assignment by examining the Secretarial records and other records etc. and some of them were received by way of electronic mode from the company and could not be verified from the original records. The Management has confirmed that the records submitted to me are true and correct.
2. This Report is limited to the Statutory Compliances on laws/ regulations listed in my report which have been complied with by the Company upto the date of this report pertaining to financial year 2019-2020. I am not commenting on the statutory compliances whose due date is extended by Regulators from time to time Due to COVID-19 or still there is time line to comply with such compliances.

Place: Ahmedabad
Date: 31/07/2020