

30<sup>th</sup> May, 2019

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited,  
1<sup>st</sup> Floor, P.J. Towers,0  
Dalal Street, Mumbai 400 001

To,  
The Manager,  
Listing Department,  
The National Stock Exchange of India Limited,  
Bandra-Kurla Complex,  
Mumbai – 400 051

Dear Sir,

**Subject: Annual Secretarial Compliance Report under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year Ended March 31, 2019**

**Scrip code: 532904/ SUPREMEINFRA**

We are enclosing herewith, Annual Secretarial Compliance Report pursuant to Regulation 24A of the the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/1/27/2019 dated February 8, 2019, for the financial year ended March 31, 2019.

We request you to kindly take the above on record and oblige.

Thanking you.

Yours faithfully,

**FOR SUPREME INFRASTRUCTURE INDIA LIMITED**



**VIJAY JOSHI**  
**COMPANY SECRETARY**



Encl. as above



**SECRETARIAL COMPLIANCE REPORT OF SUPREME INFRASTRUCTURE INDIA LIMITED**  
**FOR THE YEAR ENDED MARCH 31, 2019**

**I, NIDHI BAJAJ, Practicing Company Secretary have examined:**

- a) All the documents and records made available to us and the explanation provided by **Supreme Infrastructure India Limited (CIN: L74999MH1983PLC029752)** ("the listed entity");
- b) The filings / submissions made by the listed entity to the stock exchange;
- 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 March 31, 2019 (" Review Period") in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ( "SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

1. Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (LODR) ;





2. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
3. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
4. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;  
**(Not applicable to the Company during the Review Period)**
5. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;  
**(Not applicable to the Company during the Review Period)**
6. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;  
**(Not applicable to the Company during the Review Period)**
7. 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)**
8. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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
1	Regulation 33 of LODR	Yes	There was a delay in declaration and submission of financial results to the stock exchanges for the quarter and year ended 31 <sup>st</sup> March, 2018, quarter ended 30 <sup>th</sup> June, 2018 and quarter and half year ended 30 <sup>th</sup> September, 2018. The reason for delay in declaration of financial results stated above was duly intimated by the listed entity to the Stock Exchanges in accordance with LODR
2	Regulation 33 of LODR	Yes	The listed entity has not approved and submitted to the stock exchanges, the financial results for the quarter and nine months ended 31 <sup>st</sup> December, 2018 till the date of this certificate. The reason for delay in declaration of financial results stated above was duly intimated by the listed entity to the Stock Exchanges in accordance with LODR



- 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 our examination of those records.
- c) The following are the details of punitive 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.
1	Stock Exchanges	Delay in declaration of results under regulations 33 of LODR	Stock exchanges levied a fine to the Listed entity	The Listed entity has duly paid all the fine levied by stock exchanges within stipulated time.

- 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	Observation made in the secretarial compliance report for the year ended 31st March 2019 (The years are to be mentioned)	Actions taken by listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.

For Nidhi Bajaj & Associates  
Practicing Company Secretary

Date : 30<sup>th</sup> May, 2019

Place : Mumbai



*Nidhi*

Nidhi Bajaj  
Proprietor  
ACS- 28907  
COP-14596

**Annexure to the Secretarial Audit Report:**

Our report of even date is to be read along with this letter.

**Management's Responsibility**

1. It is the Responsibility of Management of the Company to maintain Secretarial records, device proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility**

2. I have followed the audit practices and processes based on materiality wherever required to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Where ever required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.

5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

**Disclaimer**

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Nidhi Bajaj & Associates  
Practicing Company Secretary

Date : 30<sup>th</sup> May, 2019

Place : Mumbai



*Nidhi Bajaj*  
Nidhi Bajaj  
Proprietor  
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