

July 15, 2020

Manager, DCS
The Bombay Stock Exchange Ltd.
Phiroze jeejeebhoy Towers,
Dalal Street,
Mumbai

The Manager
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Ref: Scrip Code: - 530655**Scrip Code: - GOODLUCK****Sub: Annual Secretarial Compliance Report****Dear Sir,**

Please find enclosed the Annual Secretarial Compliance Report of GOODLUCK INDIA LIMITED, dated 15.07.2020 for the year ended March 31, 2020 certified by Mr. Ravi Shankar Sharma of Ravi S. Sharma & Associates, Practicing Company Secretary.

This is for your information and record.

Thanking You
For GOODLUCK INDIA LIMITED

(Abhishek Agrawal)
Company Secretary

**Encl: as above**

To,
The Members of,
Goodluck India Limited,
509, Arunachal Building, Barakhamba Road,
Connaught Place, New Delhi -110001.

I have been engaged by GOODLUCK INDIA LIMITED (hereinafter referred to as the 'Company') whose equity shares are listed on National Stock Exchange of India Limited and BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

For, **Ravi S Sharma & Associates**
Companies Secretaries



Ravi Shankar Sharma
Ravi Shankar Sharma
M. No.:F7336
C P No.:8007
UDIN:F007336B000449701

Place: New Delhi
Date : July, 15th, 2020

**SECRETARIAL COMPLIANCE REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2020**

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of,
Goodluck India Limited,
509, Arunachal Building, Barakhamba Road,
Connaught Place, New Delhi -110001.

I have conducted the Secretarial Compliance Audit of the applicable SEBI (Securities and Exchange Board of India) Regulations and the circulars/ guidelines issued thereunder for the Financial Year ended 31st March 2020 for GOODLUCK INDIA LIMITED ("the Company"). The audit was conducted in a manner that provided me a reasonable basis for evaluating the statutory compliances and expressing my opinion thereon.

I have examined:

- A. All the documents and records made available to us and explanation provided by Goodluck India 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. Other document/ filing as may be relevant which has been relied upon to make this certification for the year ended 31.03.2020 ("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 there under; and

b. The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 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 and guidelines issued there under;

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 there under, 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
NIL			

b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my/our 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 there under:

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.
NIL				

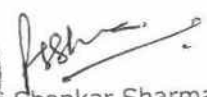


d. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (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
-NA-				

For, **Ravi S Sharma & Associates**
Companies Secretaries




Ravi Shankar Sharma
M. No.: F7336
C P No.: 8007
UDIN: F007336B000449701

Place: New Delhi
Date: July, 15th, 2020