



Dhiren R. Dave

B.Com., LL.B., FCS, AICS (U.K.)

COMPANY SECRETARY

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**Secretarial Compliance Report
of
Sumeet Industries Limited
for the Financial Year Ended 31st March, 2020**

To
The Members,
Sumeet Industries Limited
504, Trividh Chambers,
Opp. Fire Station, Ring Road,
Surat – 395 002

I Dhiren R Dave, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by Sumeet Industries 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 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");

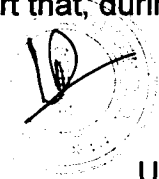
The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

- (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 (Prohibition of Insider Trading) Regulations, 2015;

There are no events occurred during the year which attracts provisions of following regulations hence they are not applicable.

- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

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
1	Regulation 34(3) read with Schedule V Para-C Sub Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Following disclosures/reports not included in Annual Report for the year 2018-19 1. Certificate from Company Secretary in Practice regarding disqualification of Directors. 2. Details of fees paid to the statutory auditor.	Instructed to comply immediately.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under 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 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.
1	National Stock Exchange of India Limited (NSE)	Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Non submission of following reports/ disclosures in the annual report submitted for the year ended 31-Mar-2019 1. Certificate from Company Secretary in Practice regarding disqualification of Directors. 2. Details of fees paid to the statutory auditor.	Notice dated 17.03.2020	Instructed to comply immediately.
2	Adjudicating Officer SEBI	Regulations 3(a),(b), (c), (d) and 4(1) of PFUTP Regulations read with Section 12(A)(a), (b), (c) of SEBI Act and Clause 35 of Listing	Show Cause notice dated 28.08.2018	Following correspondence took place: 1. Company requested for inspection of entire record and papers in possession of SEBI vide letter dated 18.09.2018. 2. Inspection granted by SEBI vide email

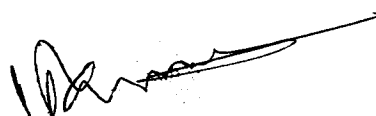
		Agreement read with SEBI Circular No. SEBI/CFD/DIL/LA/2006/13/4 dated 13.04.2006 and Section 21 of SC('R) Act, 1956		<p>dated 04.12.2018.</p> <p>3. Inspection taken on 12.12.2018.</p> <p>4. SEBI sent hearing notice vide letter dated 16.12.2019. However company asked for certain documents vide letters dated 3.01.2020 and 22.01.2020.</p> <p>5. SEBI vide letter dated 26.02.2020 provided certain documents.</p> <p>6. Company requested for further documents vide letter dated 12.03.2020.</p> <p>Matter is still pending.</p>
3	Whole-Time Member of SEBI	Under Sections 11(1), 11(4) and 11B of the SEBI Act	Ordered to Promoters and Promoters Group to pay an amount equal to Unlawful gains for disgorgement with interest @12% per annum from 12.03.2007 till date of payment.	Company has filed an application with SAT against the said order on hearing an interim order dated 25.10.2019 was passed by SAT to pay Rs. 2 Crore to be payable by the promoters and promoter group. The Promoters have paid the amount to SEBI vide letter dated 03.03.2020.

(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
1	Separate audited financial statements of subsidiary not uploaded.	31.03.2019	Website Updated.	Website verified and found ok.

Place: SURAT
Date: 07.07.2020


DHIREN R. DAVE
COMPANY SECRETARY
FCS:4889
CP :2496
UDIN: F004889B000423076

Date : 07.07.2020