

ALOK INDUSTRIES LIMITED

Peninsula Business Park, Tower B, 2nd & 3rd Floor, Ganpatrao Kadam Marg, Lower Parel,
Mumbai - 400 013. Tel.: 91 22 6178 7000 Fax : 91 22 6178 7118



31 July 2020

BSE Limited. Listing Department, P.J. Towers, Dalal Street, Mumbai - 400 001 Fax No.: 2272 2037 / 2272 2039 Scrip Code.521070	National Stock Exchange of India Ltd, Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 Fax No.: 2659 8237 / 2659 8238 Symbol. ALOKINDS
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Dear Sirs,

Sub: **Annual Secretarial Compliance Report for the year ended 31st March, 2020**

Please find enclosed herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2020 received from M/s. Virendra G. Bhatt, Practicing Company Secretary, pursuant to Regulation 24(A) of the SEBI (LODR) Regulation, 2015 read with SEBI Circular No CIR/CFD/CMD1/27/2019 dated 8th February, 2019.

This is for your information and records.

Thanking you,
For Alok Industries Limited

K H Gopal
Company Secretary



Virendra Bhatt

Company Secretary

Office:

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SECRETARIAL COMPLIANCE REPORT OF ALOK INDUSTRIES LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

1. I, Virendra G. Bhatt, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to me and explanation provided by **Alok Industries Limited** ("the listed entity") arising from the compliances of specific Regulations listed under Clause 2 of this report;
- (b) the filings or submissions made by the Listed Entity to the stock exchanges in connection with the above;
- (c) website of the listed entity; and
- (d) all other documents, filings or submission on the basis of which this certification is given,

for the financial year ended 31st March, 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 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");

2. 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 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;
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - (Not applicable during the review period);

and based on the above examination, I hereby report that, during the Review Period:

- (a) The Listed Entity has prima facie complied with the applicable provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of the matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Filing of Financial Results under Regulation 33(3)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Delayed Submission	During the review period, the Company has delayed in filing of Financial Result for the quarter and year ended 31 st March, 2019.
2.	Filing of Financial Results under Regulation 52(1) of	Delayed Submission	During the review period, the Company has delayed in filing of Financial Result (For Listed

	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.		non-convertible Debt Securities) for the quarter and year ended 31 st March, 2019.
3.	Quarterly filing of Shareholding Pattern under Regulation 31(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Delayed Submission	During the review period, as per the information received from the Company, it received in-principle approval from the Stock Exchange on 17 th February, 2020, the new Shareholding Pattern for the Period Ended 19 th February, 2020 (Reduction in Share Capital) has been filed on 03 rd March, 2020 instead of 29 th February, 2020.

- (b) The Monitoring Committee of the Company, pursuant to the Resolution Plan dated 12th April, 2018 approved by the National Company Law Tribunal, Ahmedabad Bench vide its orders dated 8th March, 2019 and 26th July, 2019, has on 28th February, 2020 issued and allotted 83,33,33,333 equity shares of the face value of Re. 1/- each for cash at a premium of Rs. 2/- per share and 9%, 250,00,00,000 Optionally Convertible Preference Shares (OCPS) of the face value of Re. 1/- for cash to Reliance Industries Limited on a preferential basis. However, the equity shares are listed on the Stock Exchanges and the Optionally Convertible Preference Shares are not listed on any Stock Exchange.
- (c) The Resolution Plan involving Reduction of Capital of the Company was approved by Hon'ble National Company Law Tribunal, Ahmedabad Bench vide order dated 8th March, 2019 and 26th July, 2019. As per the Resolution Plan approved by Hon'ble NCLT, the issued, subscribed and paid-up equity share capital of the Company stand reduced from Rs. 13,77,31,78,950/- consisting of 1,37,73,17,895 equity shares of face value of Rs. 10/- each to Rs. 1,37,73,17,895/- consisting of 1,37,73,17,895 equity shares of Re. 1/- each thereby reducing the face value by Rs. 9 per share thus reducing the value of issued, subscribed & paid-up equity share capital of the Company by Rs. 12,39,58,61,055/-.
- (d) During the review period, as per the information provided by the Company, it was under the Company Insolvency Resolution Process and a moratorium on interest payment was in place therefore it has not filed the Statement of interest payment of the debt securities for the half year ended 31st March, 2019 as required under SEBI Circular No.: CIR/IMD/DF-1/ 67 /2017 dated 30th June, 2017.

- (e) During the review period, as per the information provided by the Company, it was under the Company Insolvency Resolution Process and a moratorium on interest payment was in place therefore it has not made the disclosures and filings under Regulation 50(1), 51(1), 57(1), 60(2) etc. as applicable for debentures under SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.
- (f) As per the information provided by the Company, the Company has mailed the report under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 30th June, 2019 but could not file the report with Stock Exchanges due to technical error.
- (g) The listed entity has prima facie 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.
- (h) The following are the details of actions taken against the listed entity/ its promoters/ directors 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.	N.A.	N.A.	N.A.

- (i) During the period under review, as per the information provided by the Company, the Compliance Officer has not granted any pre clearance approval to trades executed by few of the Designated Persons during the closure of trading window period.
- (j) 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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
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1.	The Company has delayed in filing of Financial Results under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30 th June, 2018 by 14 days.	31 st March, 2019	N.A.	The Company was under Company Insolvency Resolution Process.
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(k) The Listed entity has prima facie complied with points 6(A) and 6(B) as mentioned in SEBI Circular No.: CIR/CFD/CMD1/114/2019 dated 18th October, 2019 and that they have incorporated all the terms and conditions in the respective appointment letter/supplemental letter issued to the Statutory Auditors.

(l) Due to COVID - 19 and continued lockdown, we are unable to verify the partial information physically, therefore we rely on the information as provided by the Company in electronic mode.

Place: Mumbai

Date: 24th June, 2020

UDIN: A001157B000372583

**VIRENDR
A BHATT**

Digitally signed by VIRENDRA BHATT
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Virendra G. Bhatt

ACS No.: 1157

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