

IRSL:STEXCH: 2020-21:
16th June 2020

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400 051.
Thru.: **NEAPS**
Stock Code NSE: **INDORAMA**

BSE Limited
Floor 25, P. J. Towers,
Dalal Street,
Mumbai - 400 001.
Thru.: **BSE Listing Centre**
Stock Code BSE: **500207**

ISIN: INE156A01020

Indo Rama Synthetics (India) Limited - CIN L17124MH1986PLC166615

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

Dear Sir,

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 8th February 2019, we are submitting herewith the revised Annual Secretarial Compliance Report of the Company, for the year ended 31st March 2020, issued by CS Jaya Yadav, Practicing Company Secretary.

You are requested to kindly take the same on record.

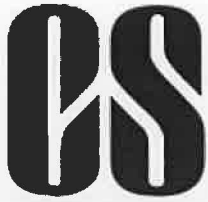
Thanking you.

Yours faithfully,
for **Indo Rama Synthetics (India) Limited**



Pawan Kumar Thakur
Company Secretary and Compliance Officer

Encl.: As above



JAYA YADAV

C/o Whitespan Advisory

LGF 152P, Sector 38, Gurugram-122002, Haryana

e-mail id: jayayadav@whitespan.in

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**SECRETARIAL COMPLIANCE REPORT OF
INDO RAMA SYNTHETICS (INDIA) LIMITED
FOR THE YEAR ENDED MARCH 31, 2020**

I, CS Jaya Yadav, Practicing Company Secretary having membership no. A-24582 and COP No. 12070 have examined*:

all the documents and records made available to me and explanation provided by Indo Rama Synthetics (India) Limited (CIN: L17124MH1986PLC166615) having its registered office at 31A, MIDC Industrial Area, Butibori, Maharashtra, India:

- a) ("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 March 31, 2020 i.e. from April 01, 2019 to March 31, 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");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include**:



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- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018;
- f) Circulars/ guidelines issued thereunder – List Of applicable circular(s)/ guidelines are Annexed as Annexure-I to this report.

**Only regulations, circulars and guidelines applicable to the listed company for the review period (April 01, 2019 to March 31, 2020) have been included in this report.

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:

| S. No. | Compliance Requirement (Regulations/ circulars / | Deviations | Observations/ Remarks of the Practicing Company |
|---------------|---|-------------------|--|
| | | | |



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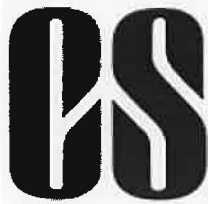
Mobile no.+91 98180 49356

| | guidelines including specific clause) | | Secretary |
|-----|--|-----|------------------|
| NIL | NIL | NIL | NIL |

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder 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:

| S.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 | NIL | NIL | NIL | NIL |



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

| S.No | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended... <i>(The years are to be mentioned)</i> | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|------|--|--|--|--|
| NA | NA | NA | NA | NA |

Place: Gurugram

Date: 03/06/2020

JAYA
YADAV

Digitally signed by
JAYA YADAV
Date: 2020.06.12
15:39:00 +05'30'

CS Jaya Yadav

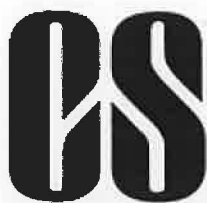
(Practicing Company Secretary)

ACS No.: 24582

C P No.: 12070

UDIN: A024582B000314619

***On account of the nationwide lockdown due to CoVID 19 Pandemic since March 22, 2020 and based on the guidelines issued by the Institute of Company Secretaries of India (ICSI), we conducted the audit of secretarial compliance under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by way of distant/remote/e-audit process and reviewed all the required documents and records pertaining to the period April 01, 2019 to March 31, 2020 through virtual data sharing.*



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ANNEXURE-I

Various SEBI Circulars/ Guidelines applicable on Indo Rama Synthetics (India) Limited for the year ended 31st March, 2020

| S.No. | Circular (s)/ Guideline (s)/ Notification (s) | Compliance Status | Remarks |
|--------------|---|--------------------------|----------------|
| 1. | SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/78 dated 16 th July 2019: Modification of circular dated September 24, 2015 on 'Format for compliance report on Corporate Governance to be submitted to Stock Exchange (s) by Listed Entities' | Complied | - |
| 2. | SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2019/82 dated 19 th July 2019: Standardizing Reporting of violations related to Code of conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015. | Complied | - |
| 3. | SEBI Circular No. CIR/CFD/CMD1/ 80 /2019 dated 19 th July 2019: Procedure and formats for limited review / audit report of the listed entity and those | Complied | - |



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| | | | |
|----|--|----------|---|
| | entities whose accounts are to be consolidated with the listed entity | | |
| 4. | Order No.40-3/2020D dated 24th March 2020: The Order inter alia provides that commercial and private establishment shall be closed down. | Complied | - |
| 5. | SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/36 dated 12 March, 2019: Modification of circular dated December 7, 2018 on 'Disclosure of significant beneficial ownership in the shareholding pattern' | Complied | - |
| 6. | SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2018/79 dated 10 th May 2018: Circular for implementation of certain recommendations of the Committee on Corporate Governance under the Chairmanship of Shri Uday Kotak | Complied | |