



**V. AGNIHOTRI & ASSOCIATES**  
**Company Secretaries**

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF NEIL INDUSTRIES LIMITED FOR THE YEAR ENDED MARCH 31, 2019**

I, have examined:-

- (a) all the documents and records made available to us and explanation provided by **Neil 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 March 31, 2019 ("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:-

- (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; N/A
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

*[Handwritten Signature]*



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- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; N/A
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; N/A
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; N/A
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; N/A
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993


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,
- (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 my examination of those records.
- (c) There are no 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.

Place: Kanpur

Signature:

Date: 29.05.2019

  
For V. Agnihotri & Associates  
(CS Vaibhav Agnihotri  
ACS No.: 36594  
CP No.: 21596)

