



The Sandur Manganese & Iron Ores Limited

Registered Office: 'SATYALAYA' Door No.266 (Old No.80), Ward No.1
Behind Taluk Office, Sandur - 583119, Ballari District, Karnataka
CIN: L85110KA1954PLC000759 Website: www.sandurgroup.com
Telephone: +91 8395 260301 Fax: +91 8395 260473

28 July 2020

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Dear Sir / Madam,

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

In terms of SEBI Circular CIR/CFD/CMD1/27/2019 dated 08 February 2019, we are submitting herewith Annual Secretarial Compliance Report for the year ended 31 March 2020 issued in pursuance of Regulation 24A of SEBI (LODR) Regulations, 2015.

The Exchange is requested to take the same on record.

Thanking you.

Yours faithfully
for The Sandur Manganese & Iron Ores Limited

Divya Ajith
Company Secretary &
Compliance Officer

Encl: A/a

CORPORATE OFFICE:

'Sandur House',
No.9, Bellary Road, Sadashivanagar
Bengaluru - 560 080
Karnataka, India
Tel: 080 - 4152 0176 - 180
Fax: 080 - 4152 0182

PLANT OFFICE

Metal & Ferroalloys Plant,
Vyasankere,
Mariyammanahalli -583 222,
Hosapete Taluk, Ballari District,
Karnataka, India
Tel: +91 8394 244450, 244335

MINES OFFICE:

Deogiri - 583112
Sandur Taluq
Ballari District
Karnataka, India
Tel: 08395-271025/28/29/40
Fax: 08395-271066



SECRETARIAL COMPLIANCE REPORT

of

The Sandur Manganese & Iron Ores Limited

CIN L85110KA1954PLC000759

for the year ended 31 March 2020

I, have examined,

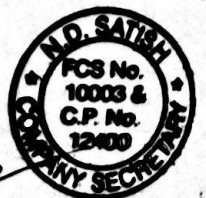
- a) all the documents and records made available to us and explanation provided by **The Sandur Manganese & Iron Ores Limited**,
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **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");

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; ("SEBI (LODR Regulations, 2015")
- b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (there were no events requiring compliance during the review period);
- 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 (there were no events requiring compliance during the review period);





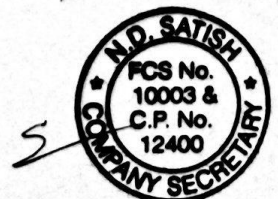
- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (there were no events requiring compliance during the review period);
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (there were no events requiring compliance during the review period);
- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (there were no events requiring compliance during the review period);
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines issued thereunder.

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:

Sr. No.	Compliance Requirement (Regulations/ circulars guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 24A of SEBI (LODR) Regulations, 2015	The Company has delayed by six days submission of Secretarial Compliance Report with BSE Ltd in terms of Regulation 24A of SEBI (LODR) Regulations, 2015 read with Circular No. CIR/CFD/CMD1/27/2019 dated 08 February 2019.	The Secretarial Compliance Report has been submitted by Company with BSE Ltd., on 06 June 2019 and the acknowledgement duly issued by BSE Ltd.

- 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 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 thereunder:





Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary, if any.
Not applicable				

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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March 2019	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
1	During the audit period, from 11 th August 2018 to 14 th November 2018 the Nomination and Remuneration Committee's (NRC) composition was not as per the requirement under Regulation 19 (2) of SEBI (LODR Regulations, 2015.	The Company has paid the fine as required under Circular No. SEBI/HO/CFD/CMD/ CIR/P/2018/77 dated May 03, 2018 Further, the Board of Directors corrected composition of Committee by appointing Independent Director as Chairman of NRC Committee on 14 th November 2018.	The Board of Directors corrected composition of Committee by appointing Independent Director as Chairman of NRC Committee on 14 th November 2018.	The Company duly complied the requirement of composition of NRC under Regulation 19 (2) of SEBI (LODR Regulations, 2015.

Signature:

ND Satish

Practising Company Secretary

FCS No.: 10003 C.P. No.: 12400

UDIN: F010003B000410557



Date: 29 June 2020

Place: Bengaluru