



<b>Company Code – PRAJIND</b> <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Fax: 022 – 2659 8237 / 38	<b>Security Code No. : 522205</b> <b>BSE Ltd.</b> Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai - 400 001 Fax: 022- 22723121/3719/2037/2039/2041/2061
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Date: July 30, 2020

Ref: PIL/DVN/L0056/2020-21

**Sub.: Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2020 as per Regulation 24A of SEBI LODR Regulations, 2015.**

Dear Sir / Madam,

Please find attached Secretarial Compliance Report issued by KANJ & Co., LLP, Practicing Company Secretaries, Secretarial Auditors of the Company for the year ended 31<sup>st</sup> March, 2020, as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,

**FOR PRAJ INDUSTRIES LIMITED**

**DATTATRAYA**  
**VISHWANATH**  
**H**  
**NIMBOLKAR**

Digitally signed by DATTATRAYA  
VISHWANATH NIMBOLKAR  
DN: c=IN, o=Personal, cn=DATTATRAYA  
VISHWANATH NIMBOLKAR  
serialNumber=2a3a70a86c247ee46ace  
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Date: 2020.07.30 14:23:29 +05'30'

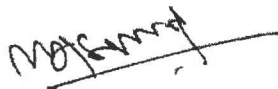
**DATTATRAYA NIMBOLKAR**  
**CHIEF INTERNAL AUDITOR**  
**(M. NO. 4660)**  
**(Mobile No.9890857411)**

The Members,  
Praj Industries Limited  
Praj Towers  
S. No. 274 and 275/2, Bhumkar Chowk-Hinjewadi Road  
Hinjewadi,  
Pune 411 057

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Praj Industries Limited having CIN L27101PN1985PLC038031 and having registered office at S. No. 274 and 275/2, Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune 411 057 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with 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. In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For KANJ & CO. LLP  
Company Secretaries



Vikas Y. Khare  
Designated Partner  
Membership No: FCS- 3541 CP No: 2107  
Pune  
29<sup>th</sup> July 2020  
UDIN: F003541B000525251



The Members,

Praj Industries Limited,

Praj Towers

S. No. 274 and 275/2, Bhumkar Chowk-Hinjewadi Road

Hinjewadi,

Pune 411 057

**Secretarial compliance report of Praj Industries Limited for the year ended 31<sup>st</sup> March 2020**

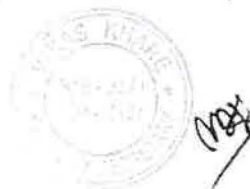
[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, Vikas Y. Khare, Designated Partner of M/s KANJ & Co. LLP, have examined

- a. all the documents and records made available to us and explanation provided by Praj 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 31<sup>st</sup> 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;
- 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 year under review)
- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the listed entity during the year under review)
- g. Securities and Exchange Board of India (Issue and Listing of Nonconvertible and Redeemable Preference Shares) Regulations, 2013; (Not Applicable to the listed entity during the year under review)
- 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 regarding the Companies Act, 2013 and dealing with the client; and other regulations as applicable) and circulars/ guidelines issued thereunder,

and based on the above examination, we 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 insofar as it appears from our examination of those records.





- a. 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.
- b. 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 31 <sup>st</sup> March 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Regulation 39(3): The listed entity shall submit information regarding loss of share certificates and issue of the duplicate certificates, to the stock exchange within two days of it getting information.	NIL	The Company made good the deficiency of the FY ended on 31st March 2019.	The point is closed.



Further, in terms of SEBI circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in respect of Resignation of statutory auditors from listed entities and their material subsidiaries, the listed entity has suitably modified the terms of appointment of the auditor to give effect to clause 6(A) and 6(B) of the circular.

For KANJ & CO LLP  
Company Secretaries



Vikas Khare

Partner

FCS No.: 3541 C P No.: 2107

Place: Pune

Date: 29<sup>th</sup> July 2020

UDIN: F003541B000525106

