

CENTURY ENKA LIMITED

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Website : www.centuryenka.com
CIN : L24304PN1965PLC139075



MUMBAI OFFICE :
INDUSTRY HOUSE, 3RD FLOOR,
159, CHURCHGATE RECLAMATION,
MUMBAI-400 020.

24th June, 2020

Listing Department National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No.C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai 400 051.	Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001.
Scrip Code : CENTENKA	Scrip Code : 500280

Dear Sirs,

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

Please find attached herewith Annual Secretarial Compliance Report dated 24th June, 2020 issued by a firm M/s.Sanjay Sangani & Co., Company Secretaries for the year ended 31st March, 2020.

This is for your information and record.

Thanking you,

Yours faithfully,
For **CENTURY ENKA LIMITED**

(C.B. Gagrani)
Company Secretary

Encl : as above

SANJAY SANGANI & CO.

COMPANY SECRETARIES

Sanjay H. Sangani

B.Com., F.C.S., A.C.A.

Unit No. 86, Third Floor,
Ratna Jyot Incl. Estate, Irla Lane,
Vile Parle (W), Mumbai - 400 056.
Telephone : 022 - 2628 2604
E-mail : saniav.sangani@gmail.com

SECRETARIAL COMPLIANCE REPORT OF CENTURY ENKA LIMITED FOR THE YEAR ENDED 31ST MARCH, 2020

We have examined:

- (a) all the documents and records made available to us and explanation provided by Century Enka 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 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 (**Not Applicable to the Company during the Review Period**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not Applicable to the Company during the Review Period);**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not Applicable to the Company during the Review Period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company 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 to the Company during the Review Period);**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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.
- (c) (i) No action was 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 in so far as it appears from our examination of those records, except -

National Stock Exchange of India Limited and BSE Ltd. have issued Notices both dated 3rd February, 2020 to the Company intimating levy of fine of Rs. 4,50,000/- plus GST of Rs. 81,000/- by each one, in respect of non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015, as the composition of the Board was reduced from 6 Directors to 5 Directors. The Company vide its letter dated 13th February, 2020 has replied to both Stock Exchanges that there is no non-compliance as it has appointed a new director within the prescribed time and it meets the compliance of Composition of Directors as required under the aforesaid regulations within time.

- (ii) The listed entity does not have any material subsidiary.

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(d) The listed entity has taken the following actions to comply with the observations made in the previous reports - Not Applicable

Note : This Report is issued on the basis of information / documents / material, etc. ('data') seen/ verified / made available to us. However, due to the current lock down situation under COVID 19 pandemic, some of the data was made available to us in electronic form by the Company and relied thereon.

For Sanjay Sangani & Co.
Company Secretaries

SANJAY
HARKISHAN
SANGANI

Digitally signed by SANJAY HARKISHAN SANGANI
DN: cn=SANJAY HARKISHAN SANGANI, o=SANJAY
SANGANI, email=SANJAY.HARKISHAN.SANGANI@SANGANI.COM, c=IN

Sanjay H. Sangani
Proprietor
M. No. : FCS 4090
C.P. No. : 3847

UDIN : F004090B000374361

Mumbai, 24th June, 2020