

ANSAL BUILDWELL LTD.

(AN ISO 9001:2008 CERTIFIED COMPANY)

24th May, 2019

The Bombay Stock Exchange Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai-400 001

Company Code: 523007

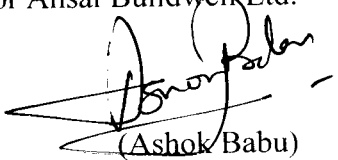
Sub: Secretarial Compliance Report of Ansal Buildwell Limited for the year ended 31/03/2019

Dear Sir,

Please find enclosed herewith Secretarial Compliance Report of Ansal Buildwell Limited for the year ended 31/03/2019 pursuant to Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019. This is for your information and record.

Thanking you

Yours faithfully,
For Ansal Buildwell Ltd.



(Ashok Babu)
Sr. V.P. & Company Secretary
FCS No.2328



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E-mail : info@ansalabl.com, Website : www.ansalabl.com
CIN : L45201DL1983PLC017225



KAPAH AND ASSOCIATES

(COMPANY SECRETARIES)

FLAT NO. 7C, EVERSHINE APARTMENTS, VIKAS PURI, NEW DELHI - 110018
E-Mail : kapahiassociates@yahoo.com

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SECRETARIAL COMPLIANCE REPORT OF ANSAL BUILDWELL LIMITED FOR THE YEAR ENDED 31.03.2019

We, M/s. Kapahi and Associates, Company Secretaries, have examined:

- (a) All the documents and records made available to us and explanation provided by Ansal Buildwell Limited ("the Listed Entity").
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed entity i.e. www.ansalabl.com
- (d) Any other documents/filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March, 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 Examination 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; (Not applicable to the listed entity 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 (Not applicable to the listed entity during the Review Period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the listed entity during the Review Period)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the listed entity 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 listed entity 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, 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, *except in respect of matters specified below:*
- i) *As per Regulation 18(2)(b) of SEBI (LODR) Regulations 2015, at least 2 Independent directors shall be present in the meeting, However in 75th Audit Committee meeting dated 14th August, 2018, one Independent Director and one Executive Director were Present.*
 - ii) *As per Regulation 30(6) and Part A of Schedule III of SEBI (LODR) Regulations 2015, the listed entity shall disclose events or information to the stock exchange within 24 hours from the occurrence of the event or information. However the Company intimated to the stock exchange regarding resignation of Mr. Suresh Kumar Gupta after the said 24 hours.*
 - iii) *Although the Board of Director is duly constituted. However, consequent upon resignation of Mr. Suresh Kumar Gupta (Independent Director) with effect from 18th March 2019, The composition of Board Of Directors and its Committees is not adequate.*
 - iv) *As per Regulation 13(3) of SEBI (LODR) Regulations 2015, the listed entity shall file Statement on Investor Complaints within 21 days from the end of each quarter. However, for the quarter ended 31.3.2019, the Company submitted the said statement to stock exchange after the 21 days.*
- 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/ our examination of those records.
- c) The following are the details 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:

S.No.	Action taken by	Details of violation	Details of action taken e.g. warning letters, debarment etc.	Observations/ remarks of the Practicing Company Secretary, if any.
Not Applicable				



- d) The Listed Entity has taken the following actions to comply with the observations made in previous reports:

S.No.	Action taken by	Details of violation	Details of action taken e.g. warning letters, debarment etc.	Observations/ remarks of the Practicing Company Secretary, if any.
Not Applicable				

For KAPAH AND ASSOCIATES
COMPANY SECRETARIES



(Surrinder Kishore Kapahi)
PROPRIETOR

DATED : 23.05.2019
PLACE : NEW DELHI



FCS No.1407
C P No.1118