



# Vardhman

Delivering Excellence. Since 1965.

## VARDHMAN SPECIAL STEELS LIMITED

CHANDIGARH ROAD  
LUDHIANA-141010, PUNJAB  
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E: secretarial.lud@vardhman.com

Ref. VSSL: SCY:MAY: 2019-20

Dated: 30.05.2019

The Deputy General Manager, Corporate Relationship Deptt, Bombay Stock Exchange Limited, 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, <b>MUMBAI-400001.</b> Scrip Code: 534392	The National Stock Exchange of India Ltd, “Exchange Plaza, Bandra-Kurla Complex, Bandra (East), <b>MUMBAI-400 051</b> Scrip Code: VSSL
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**SUB: COMPLIANCE UNDER REGULATION 24(A) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

Pursuant to Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Secretarial Compliance Report duly issued by M/s Harsh Goyal & Associates, Company Secretary in Practice, for the financial year ended 31<sup>st</sup> March, 2019.

Kindly note and display the notice on your Notice Board for the information of the members of your exchange and general public.

Thanking You,

Yours faithfully,

FOR VARDHMAN SPECIAL STEELS LIMITED

  
(SONAM TANEJA)  
COMPANY SECRETARY

# HARSH GOYAL & ASSOCIATES

COMPANY SECRETARIES

4TH FLOOR, NOBLE ENCLAVE, BHAI WALA CHOWK, FEROZEPUR ROAD, LUDHIANA.  
PHONES : (O) 0161-2772872, (M) : 98140-09461, FAX : 0161-5018501.

Secretarial Compliance Report of Vardhman Special Steels Limited for the year  
ended 31<sup>st</sup> March, 2019

To,  
The Board of Directors,  
Vardhman Special Steels Limited  
Ludhiana.

We, Harsh Goyal & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by Vardhman Special Steels Ltd. ("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, 2019 ("Review Period") in respect of compliance with the provisions of :

- (a) The SEBI Act, 1992 and the Regulations, circulars guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956, rules made thereunder and the regulations, circulars, guidelines issued thereunder by the SEBI.

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) SEBI (Buyback of Securities) Regulations, 2018;(Not applicable for the review period)
- (e) SEBI (Share-Based Employee Benefits) Regulations, 2014;
- (f) SEBI (Issue and Listing of Debt Securities) Regulations, 2008;(Not applicable for the review period.



- (g) SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable for the review period)
- (h) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- (i) SEBI (Registrars to an issue and Share Transfer Agents) Regulations, 1993;

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 there under, 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
	N/A	N/A	N/A

- (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 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 Practicing Company Secretary, if any.
None				

- (d) 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	Observations made in the secretarial compliance report for the year ended...(The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by
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	in the previous reports			the listed entity
<p>The Secretarial Compliance report was introduced by the SEBI vide Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 from the financial year 2018-19. Accordingly, this being the first financial year of applicability of this report, the previous year's comparative information is not available. Hence, this information is not provided.</p>				

For Harsh Goyal & Associates  
Company Secretaries

  
(Harsh Kumar Goyal)  
Prop.  
FCS 3314  
C P No.:2802  
Place: Ludhiana  
Date: 03.05.2019

