

Ref No.:- CHO/BSE/Q4

Date: 22<sup>nd</sup> May, 2019

To,

**The Manager (Listing),**  
Corporate Relationship Department,  
**The BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001

Ref. : Cosco (India)Limited

Code : 530545

Reg : Submission of Annual Secretarial Compliance Report for year ended 31<sup>st</sup> March, 2019

Dear Sir,

In compliance of Regulation 24A of SEBI (LODR) Regulations, 2015, Cosco (India) Limited has appointed M/s Akhil Rohatgi & Co. Company Secretaries, as Secretarial Auditor of the Company for the financial year ended on 31st March, 2019. They have carried out the secretarial audit and submitted Annual Secretarial Compliance Report.

We are enclosing the copy of the same for your record .

Thanking you.

Yours sincerely,  
**For Cosco (India) Limited,**



**Sudha Singh**  
Company Secretary and Compliance Officer  
Enc (1)

**SECRETARIAL COMPLIANCE REPORT OF COSCO (INDIA) LIMITED FOR THE  
FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2019.**

We **Akhil Rohatgi & Co. Practicing Company Secretary** have examined:

- (a) all the documents and records made available to us and explanation provided by **Cosco (India) 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, 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 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 FY 2018-19
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; Not applicable during the FY 2018-19



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable during the FY 2018-19
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; Not applicable during the FY 2018-19
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories & Participants) Regulation, 1996 and 2018 and circulars/ guidelines issued thereunder;
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.

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, 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
Not Applicable			

(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) There are no action 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:

Sr. No	Action taken by	Details of violation	Details of Action taken e.g. warning debarment	Observations/Remarks of the practicing Company secretary
Not Applicable				



**AKHIL ROHATGI**  
M.Com. L.L.B. F.C.S.

**AKHIL ROHATGI & COMPANY.**  
Company Secretaries  
21, Sharnath Marg, Civil Lines,  
Delhi - 110054.  
Phone : 23926504, 9810690633  
Email : rohatgi\_co\_secy@yahoo.co.in

(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 in the previous reports.	Observations made in the Secretarial Compliance Report for the year ended 31.03.2019	Actions taken by the listed entity, if any	Comments of the practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

  
  
**Akhil Rohatgi & Co.**  
**Practicing Company Secretary**  
FCS No: 1600  
CP No: 2317

Date: 22.05.2019  
Place: Delhi