



IITLPL/PG/11/2020

June 27, 2020

To,
The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
2nd Floor, Dalal Street,
Mumbai – 400 001

BSE Script Code: 531968


**Sub: Compliance under Regulation 24(A) of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

In terms of Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Secretarial Compliance Report issued by Chandanbala Jain & Associates, Practicing Company Secretaries, for the financial year ended March 31, 2020.

Please take the same on record.

Thanking you,

Yours faithfully,
For IITL Projects Limited.


Ms. Poonam Gupta
Company Secretary & Compliance Officer



Encl: as above

**SECRETARIAL COMPLIANCE REPORT OF IITL PROJECTS LIMITED FOR THE
YEAR ENDED MARCH 31, 2020**

We, Chandanbala Jain and Associates have examined:

- (a) all the documents and records made available to us and explanation provided by **IITL Projects Limited (CIN: L01110MH1994PLC082421)** (“the listed entity”),
- (b) the filings / submissions made by the listed entity to the stock exchange(s),
- (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 March 31, 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 - **Not applicable 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 during the review period;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not applicable during the review period;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable 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 during the review period;**
- (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 - **Not applicable during the review period;**
- (j) Securities and Exchange Board of India (Intermediaries) Regulations, 2008 - **Not applicable during the review period;**
- (k) Any other regulations, circulars, guidelines etc. issued by SEBI and applicable to the Company.

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, 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
1.	Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates listed companies to submit Financials Results within 45 days from the end of the quarter and within 60 days from the end of financial year with the Stock Exchange.	The Company has filed the Financial Results for Quarter ending June 30, 2019 under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with a delay of 4 days after the period of 45 days.	The Company has informed that due to unavoidable circumstances, the Board meeting for approving the Financial Results for Quarter ending June 30, 2019 was held on 19.08.2019 i.e. with a delay of 4 days. The fine levied by BSE for non-compliance with Regulation 33 of SEBI (LODR) Regulations, 2015 amounting to Rs.5,000/- per day till date of compliance i.e. Rs.23,600/- (incl. GST) was paid to BSE.

- (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) 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.
1.	BSE Limited	Non-compliance of Regulation 33 – Late submission of Financial Results for the Quarter ended June 2019	Levied a fine of Rs.20,000/- (5000 per day for 4 days) and GST @ 18% which equals to Rs. 23,600/-	The Company has paid the requisite fine

- (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 (The years are to be mentioned)	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
None				

Notes:

1. Maintenance of secretarial records is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.

2. Due to the Covid - 19 pandemic and the restrictions faced due to the same, physical verification of documents / records have been impacted and hence reliance has been placed on the scanned / soft copies of various documents / records which were provided by the Company.

For **Chandanbala Jain and Associates**
Practicing Company Secretaries

Place: Mumbai
Date : June 26, 2020
UDIN: F006122B000388449

Chandanbala O. Mehta
Proprietor
Membership No.: FCS 6122
C P No.: 6400