



VST Industries Limited

May 30, 2020

The General Manager
Department of Corporate Services
BSE Limited
1st Floor, New Trading Ring
Rotunda Building
Phiroze Jeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No.C-1, G Block
Bandra Kurla Complex, Bandra (E)
Bandra (East)
Mumbai – 400 051

STOCK CODE : 509966

STOCK SYMBOL: VSTIND

Dear Sir,

Sub : Annual Secretarial Compliance Report

In compliance with the Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019, we hereby submit the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2020 issued by M/s. Tumuluru & Company, Practicing Company Secretaries.

We request you to take the above on record.

Thanking you,

Yours faithfully,
For VST INDUSTRIES LIMITED

PHANI K. MANGIPUDI
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl : a/a

Secretarial Compliance Report of
VST Industries Limited
For the year ended 31st March, 2020

~~I/We~~ **B V Saravana Kumar**, Partner of M/s. **Tumuluru & Company.**, have examined:

- (a) all the documents and records made available to us and explanation provided by **VST Industries 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (till November 9, 2018) **not applicable during the period under review;**
- (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (w. e. f November 10, 2018) **not applicable during the period under review;**
- (d) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **not applicable during the period under review**

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- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; ***not applicable during the period under review;***
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***not applicable during the period under review;***
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; ***not applicable during the period under review***
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

And circulars/ guidelines issued thereunder;

(Note: The aforesaid list of Regulations is only illustrative. The list of all SEBI Regulations, as may be relevant and applicable to the listed entity for the review period, shall be added.)

and based on the above examination, I/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 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.
1	The Company received penal notices from Stock Exchanges i.e BSE Limited and NSE Limited	Audit Committee Constitutions	The Company immediately reconstituted the Audit Committee and complied with the notices received	

(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 st March, 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

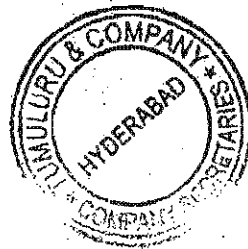
(Note:

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.

2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.

E.g. In the report for the year ended 31st Mar, 2020, the PCS shall provide a list of:

- all the observations in the report for the year ended 31st Mar, 2020 along with the actions taken by the listed entity on those observations.
- the observations in the reports pertaining to the year ended 31st Mar, 2020 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports.)



Place: Hyderabad
Date: 21.05.2020

For Tumuluru & Company
Company Secretaries

Signature:

Name: B V Saravana Kumar
Partner

ACS No.: 26944

C P No.: 11727

UDIN: A026944B000265072