



AMRAPALI INDUSTRIES LTD.

Date: July 31, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Sub: Annual Secretarial Compliance Report for the financial year ended on March 31, 2020

Ref: Amrapali Industries Limited (Security Id/Code: AMRAPLIN/526241)

Dear Sir,

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1 /27/2019 dated February 08, 2019 please find attached herewith the "Annual Secretarial Compliance Report" dated July 31, 2020, issued by Mr. Anand Lavingia, Practicing Company Secretary, Ahmedabad for the financial year ended March 31, 2020.

Thanking You,

Yours faithfully,

For, **Amrapali Industries Limited**

Yashwant Thakkar
Yashwant Thakkar
Managing Director
DIN: 00071126



Place: Ahmedabad

Regd. Office :

19-20-21, Narayan Chambers, T+91 79 26581329/30
11th Floor, B/h. Patang Hotel, T+91 79 26575105/06
Ashram Road, Ahmedabad-9. F+91 79 26579169/26584313
CIN : L91110GJ1988PLC010674
E-mail : ail@amrapali.com / www.amrapali.asia



ANNUAL SECRETARIAL COMPLIANCE REPORT
SECRETARIAL COMPLIANCE REPORT OF AMRAPALI INDUSTRIES LIMITED
for the year ended on March 31, 2020

I, AnandSureshbhaiLavingia, Practicing Company Secretary, has examined:

- (a) all the documents and records made available to us and explanation provided by Amrapali Industries Limited ("the Company" or "the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity and
- (d) all other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended on 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");
- (c) The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include;
 - i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - ii. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - iii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - iv. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - v. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
 - vi. The Forward Contracts (Regulation) Act, 1952 and rules made there under
 - vii. Being a clearing member of the various commodity exchange, company has generally complied with the compliance of Multi Commodity Exchange (MCX);
 - viii. circulars/ guidelines/Amendments issued thereunder,

and based on the above examination, I 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 to the extent applicable and in the manner prescribed, 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.	Submission of quarterly	The Company has not submitted	The Company was required





Anand Lavingia

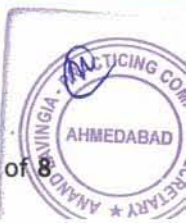
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Practicing Company Secretary

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	<p>reports containing information on cyber-attacks and threats experienced by Stock Brokers and measures taken to mitigate vulnerabilities, threats and attacks including information on bugs / vulnerabilities / threats (Information sharing on Cyber Security Incident) that may be useful for other Stock Brokers of Stock Exchanges for the quarter ended on June 30, 2019, September 30, 2019 and March 31, 2020.</p> <p>MCX Circulars nos. MCX/TECH/524/2018 dated December 13, 2018 and MCX/TECH/058/2019 dated January 31, 2019 and MCX/TECH/375/2019 dated July 19, 2019, MCX/TECH/587/2019 dated October 16, 2019 and MCX/TECH/ 590/2019 and October 17, 2019 and MCX/TECH/167/2020 dated March 12, 2020 read with SEBI Circular No. SEBI/HO/MIRSD/CIR/PB/2018/147 dated December 03, 2018 and SEBI/HO/MIRSD/DOP/CIR/P/2019/109 dated October 15, 2019</p>	<p>Cyber Security Incident Report for the quarter ended on June 30, 2019, September 30, 2019 and March 31, 2020.</p>	<p>to submit the Cyber Security Incident Report;</p> <p>1) for the quarter ended on June 30, 2019 on or before August 9, 2019;</p> <p>2) for the quarter ended on September 30, 2019 on or before November 30, 2019 and</p> <p>3) for the quarter ended on March 31, 2020 on or before April 15, 2020.</p>
2.	<p>Report on AI (Artificial Intelligence)and ML (Machine Learning)technologies</p> <p>MCX Circulars nos. MCX/INSP/014/2019 dated January 11, 2019 and MCX/TECH/308/2019 dated</p>	<p>The Company has not submitted Report on AI (Artificial Intelligence)and ML (Machine Learning)technologiesfor the quarter ended on March 31, 2019, September 30, 2019 and December 31, 2019.</p>	<p>The Company was required to submit the Report on AI (Artificial Intelligence)and ML (Machine Learning)technologies;</p> <p>1) for the quarter ended on March 31, 2019 on or before</p>

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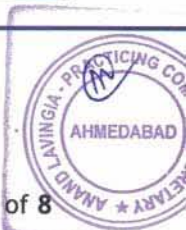
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Practicing Company Secretary

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	June 14, 2019 and MCX/TECH/361/2019 dated July 8, 2019 and MCX/TECH/508/2019 dated September 17, 2019 and MCX/TECH/564/2019 dated October 09, 2019 and MCX/TECH/700/2019 dated December 13, 2019 and MCX/TECH/021/2020 dated January 09, 2020 read with SEBI Circular No. SEBI/HO/MIRSD/DOS2/CIR/P/2019/10 dated January 04, 2019		April 15, 2019; 2) for the quarter ended on September 30, 2019 on or before October 15, 2019 and 3) for the quarter ended on December 31, 2019 on or before January 15, 2020.
3.	Failure to report demat accounts opened by the stock broker to exchanges within the time specified for reporting of such accounts MCX Circular Nos. MCX/INSP/294/2016 dated September 26, 2016 and MCX/INSP/325/2016 dated September 29, 2016 and MCX/INSP/354/2016 dated October 17, 2016 and MCX/INSP/420/2016 dated December 06, 2016 and MCX/INSP/438/2016 dated December 20, 2016 and MCX/INSP/111/2017 dated April 10, 2017 and MCX/INSP/195/2017 dated June 22, 2017 and MCX/INSP/400/2017 dated October 30, 2017 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD2/CIR/P/2016/95 dated September 26, 2016 and SEBI/HO/MIRSD/MIRSD2/CIR/P/2016/138 dated December 20, 2016 and	The Company has not reported new demat account(s) opened by the stock broker to exchanges within the time specified for reporting of such accounts	The Company was required to report about the opening of new demat account(s) as and when it is opened. MCX has levied a penalty of Rs. 5,000 in total which were paid by the company through its Settlement Account opened with MCX.

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Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	CIR/HO/MIRSD/MIRSD2/CIR/P/2017/64 dated June 22, 2017		

* A part from above notices, various other penalties for amount of Rs. 1,584/- is imposed by the exchange for not maintaining the Order to Trade Ratio which is directly deducted from the settlement account opened with MCX.

Apart from above non-compliances, we have been informed that the Company is not required to make any compliances with National Commodity & Derivatives Exchange Limited (NCDEX) since the Company has not made any trade at NCDEX during the financial year 2019-20.

- (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 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.	MCX	Failure to report demat accounts opened by the stock broker to exchanges within the time specified for reporting of such accounts MCX Circular Nos. MCX/INSP/294/2016 dated September 26, 2016 and MCX/INSP/325/2016 dated September 29, 2016 and MCX/INSP/354/2016 dated October 17, 2016 and MCX/INSP/420/2016 dated December 06, 2016 and MCX/INSP/438/2016 dated December 20, 2016 and	The Company has not reported new demat account(s) opened by the stock broker to exchanges within the time specified for reporting of such accounts	The Company was required to report about the opening of new demat account(s) as and when it is opened. MCX has levied a penalty of Rs. 5,000 in total which were paid by the company through its Settlement Account opened with MCX.

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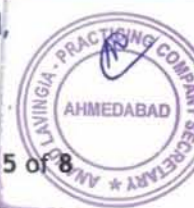
Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
		MCX/INSP/111/2017 dated April 10, 2017 and MCX/INSP/195/2017 dated June 22, 2017 and MCX/INSP/400/2017 dated October 30, 2017 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD 2/CIR/P/2016/95 dated September 26, 2016 and SEBI/HO/MIRSD/MIRSD 2/CIR/P/2016/138 dated December 20, 2016 and CIR/HO/MIRSD/MIRSD2 /CIR/P/2017/64 dated June 22, 2017		

(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 March 31, 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Prior intimation under Circular No. MCX/MEM/324/2016 dated September 29, 2016 for making any changes in the Designated Director of the Entity.	Prior Intimation, as required, was not given to stock exchange about change in Designated and Non-Designated Directors of the Company.	Necessary Documents were submitted to MCX and the change in designated directors has been confirmed by MCX vide letter No MCX/MEM/CS/AM/NA/37712/197/19 dated February 25, 2019.	The Company is advised to make necessary prior intimation to the Stock Exchange before effecting change in Designated and Non-Designated Directors of the Company.
2.	SEBI Circular no. SEBI/HO/MIRSD/MIRSD 2/CIR/P/2016/95 September 26, 2016	Late Submission of data as on 31 st August, 2018 relating to; 1. Monitoring of	MCX has levied a penalty of Rs. 13,500 in total which were paid by the company	The Company is advised to devise a system of compliance for making various

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Anand Lavingia

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Practicing Company Secretary

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	and other circulars as issued by MCX	Clients' Funds data lying with the members on weekly basis 2. Uploading Clients' Funds, Securities and Commodities balances by the members on monthly basis	through its Settlement Account opened with MCX.	weekly / monthly required submission to the Stock Exchange.
3.	SEBI Circular no. SEBI/HO/MIRSD/MIRSD 2/CIR/P/2016/95 September 26, 2016 and other circulars as issued by MCX	Late Submission of data as on 12 th October, 2018 relating to; Monitoring of Clients' Funds data lying with the members on weekly basis	MCX has levied Penalty of Rs. 1,000 and the Company has paid the same through its Settlement Account opened with MCX.	The Company is advised to devise a system of compliance for making various weekly / monthly required submission to the Stock Exchange.
4.	Inspection of Book of accounts other records and documents for the period 1- April-2017 to 31-March-2018 as per MCX and SEBI Circulars	1. Dealing with Clients (A) Non settlement of funds and securities of clients at least once in a calendar quarter or month, depending on the preference of the client. (B) Non settlement of funds and securities of clients at least once in a calendar quarter or month, as per the preference of the client or the gap between two running account settlements is more than 90/30 days chosen by client. (C) NEFT/RTGS not implemented 2. Client Funds, securities & Commodities	MCX has levied a Penalty of Rs. 30,000/- for noncompliance of details mentioned in the Serial No. 1 (A) and (B) and the Company has paid the same through its Settlement Account opened with MCX. Further, exchange has advice, warns and asked for an explanation to the company for various compliance during the course inspection.	The Company is advised to ensure that all the circulars of the Stock Exchange and SEBI with regard to Client funds and securities shall be complied.

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Practicing Company Secretary

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
		<p>(A) Funds of clients were used for own purpose</p> <p>(B) Funds of clients were used for any other clients/other person/other purpose</p> <p>3. Miscellaneous</p> <p>Stamp Duty payable is not paid</p> <p>4. Comments on Past Observation</p> <p>(A) Observations in past by SEBI/MCX inspection conducted are repeated</p> <p>(B) Member has not taken corrective steps to rectify the deficiencies observed in the internal audit report.</p> <p>(C) Member has not taken corrective steps to rectify the deficiencies observed in the inspection carried out by the SEBI/Exchange. Further Member has not complied with the qualifications/violations made in last SEBI/Exchange inspection report.</p>		
5	BSE Circular No LIST/COMP/15/2018-19 dated July 05, 2018 read with Gazette notification dated June 8, 2018	The Company has not taken special efforts through their RTAs to send the letter under Registered/Speed post to the holders of	The Company has not taken any for necessary compliances prescribed in the circular.	The Company is advised to initiate the process of sending the letter under Registered/Speed post to the holders of

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Anand Lavingia

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Practicing Company Secretary

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	Pursuant to amendment in Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding transfer of securities would be carried out in dematerialized form only.	physical certificates appraising them about the amendment and sensitize them about the impact of the regulation on the transfer of shares held by them in physical form w.e.f. December 5, 2018.		physical certificates appraising them about the amendment and sensitize them about the impact of the regulation on the transfer of shares held by them in physical form and updating necessary KYC of the Physical Shareholders.

I further report that, during the review period, following regulations issued by the Securities and Exchange Board of India were not applicable to the Company, since there were no such instances occurred during the review period that requires the compliance under the said regulations;

- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 and
- and circulars/ guidelines/ Amendments issued thereunder.

Signature:

Anand Sureshbhai Lavingia
Practicing Company Secretary



Place: Ahmedabad

Date: July 31, 2020

ACS No.: 26458

C P No.: 11410

UDIN: A026458B000524318

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