

PARAS PETROFILS LIMITED

Address: 1st Floor Dhamanwala Complex, Opp. Apple Hospital, Khatodara Road, Udhana,
Surat, Gujarat-395002, CIN: L17110GJ1991PLC015254 mail-id: finance@paraspetrofilms.com
Ph.: +91-9825568096; Website: www.paraspetrofilms.co.in

Date: 29/05/2019

The Head-Listing Compliance

National Stock Exchange of
India Ltd.
Exchange Plaza, Plot No. C/1,
G-Block, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

The Head-Listing Compliance

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

The Head-Listing Compliance

The Calcutta Stock Exchange Ltd.
7, Lyons Range, Murgighata,
BBD Bagh, Kolkata
West Bengal – 700001

Symbol: PARASPETRO

Security Code: 521246

Scrip Code: 026039

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2019.

Pursuant to the provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended upto date), please find enclosed herewith the Annual Secretarial Compliance Report as issued by M/s Jain P & Associates, Company Secretaries (ACS No. 41759), for the year ended 31st March, 2019.

You are requested to take the same on record.

Thanking you.

Yours Faithfully,
For Paras Petrofils Limited

Sachin Kumar

(Sachin Kumar)
Company Secretary and Compliance Officer





Secretarial Compliance Report of Paras Petrofils Limited for the year ended March 31, 2019

We, Jain P & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by **Paras Petrofils 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 March 31, 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 for the said review period**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable for the said review period**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable for the said review period**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable for the said review period**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 as applicable

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 thereunder, except in respect of matters specified below:-

S. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Non-compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	For two consecutive years i.e., March 2015 & March 2016.	Company has already made good said deviations and filed the required compliance with the appropriate stock exchanges.
2.	Non-compliance with the requirement of having minimum 100% of Promoter and 50% of Public shareholding in demat form	-	As per the management's representation, Company is taking efforts to comply with the said requirement

- (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:

S. 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	National Stock Exchange of India (NSE)	Non-compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 For two consecutive years i.e., March 2015 & March 2016.	❖ Company was suspended by The National Stock Exchange as on February 14, 2017 and Imposed Penalty as well.	Company has paid the Penalties imposed by National Stock Exchange of India and BSE Limited respectively and Company is under process for the revocation of suspension of the Company with both Stock Exchanges.
2	BSE Ltd.	Non-compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 For two consecutive years i.e., March 2015 & March 2016.	❖ Company was suspended by The Bombay Stock Exchange as on February 14, 2017 and Imposed Penalty as well.	

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

S. 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
NA				

**For Jain P & Associates,
Company Secretaries**

PREETI Digitally signed
by PREETI MITTAL
MITTAL Date: 2019.05.29
18:34:34 +05'30'

Preeti Mittal
Company Secretary
Membership No.: 41759
C.O.P. No.: 17079

Date: 29.05.2019

Place: Noida