

**OCL IRON AND STEEL LIMITED**

**Regd. office:** Vill. Lamloi, P.O. Garvana Rajgangpur Odisha-770017 India  
Ph-091 6624222 , 562/563,+919327222565,  
Fax: +916624 222 564, Email: oslrgp@oclsteel.in, ho.finance@oclsteel.in  
**CIN: L27102OR2006PLC008594, website- www.oclsteel.in**

**Ref. No. : OISL/BSE/NSE/2020****Date: July 30, 2020**

To

<b>The BSE Limited</b> Floor 25, P.J. Towers Dalal Street, Mumbai 400 001  <b>BSE SECURITY CODE: 533008</b>	<b>The National Stock Exchange of India Limited</b> Exchange Plaza Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai 400 051  <b>NSE TRADING SYMBOL: OISL</b>
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**Subject : Annual Secretarial Compliance Report for the financial year ended 31st March, 2020****Dear Sir/Madam,**

Dear Sir/Madam, Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated 8th February 2019, Please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. Sachin Khurana, Proprietor of M/s S. Khurana & Associates, Practicing Company Secretaries, for the financial year ended March 31, 2020.

This is for your information and records.

Thanking you,

For **OCL Iron and Steel Limited**

Sd/-  
**Anuja Jain**  
**Company Secretary**

**Encl: As Stated**

**S. Khurana & Associates**  
Company Secretaries

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*Secretarial compliance report of  
OCL IRON AND STEEL LIMITED  
for the year ended March 31, 2020*

Entity Name : OCL IRON AND STEEL LIMITED  
CIN : L27102OR2006PLC008594  
Registered Address : Vill. Lamloi, PO Gargangpur – 770017, Odisha  
Listed on : Bombay Stock Exchange Limited (“BSE”)  
National Stock Exchange Limited (“NSE”)

I Sachin Khurana, Practicing Company Secretary have examined:

- a) All the documents and records made available to us and explanation provided by OCL IRON AND STEEL 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, 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;
- 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 as the Company has not bought back any of its securities during the financial year under review.





- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as the Company has not granted any options to its employees during the financial year under review**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **-Not Applicable**
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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, except in respect of matters specified below: -

S. No.	Compliance Requirement / Application Regulation of SEBI (LODR) Regulation, 2015	Deviation	Action Initiated	Observation/Remarks of Practicing Company Secretary
1.	Regulation 17(1): Compliance with Regulation 17(1) was delayed by 55 days for the Quarter ended 31.03.2019	Delayed Submission	Fine by NSE of Rs. 3,24,500/- (Including 18% GST) @ Rs. 5,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid
2.	Regulation 17(1): Compliance with Regulation 17(1) was delayed by 55 days for the Quarter ended 31.03.2019	Delayed Submission	Fine by BSE of Rs. 3,24,500/- (Including 18% GST) @ Rs. 5,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid
3.	Regulation 33: Non-submission of financial results within the period prescribed for the Quarter ended 31.03.2019 (delay of 15 days)	Delayed Submission	Fine by BSE of Rs. 88,500/- (Including 18% GST) @ Rs. 5,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid
4.	Regulation 33: Non-submission of financial results within the period prescribed for the Quarter ended 31.03.2019 (delay of 15 days)	Delayed Submission	Fine by NSE of Rs. 88,500/- (Including 18% GST) @ Rs. 5,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid
5.	Regulation 33: Non-submission of financial results within the period prescribed for the Quarter ended 30.06.2019 (delay of 06 days)	Delayed Submission	Fine by NSE of Rs. 35,400/- (Including 18% GST) @ Rs. 5,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid



29/07/2020



6.	Regulation 33: Non-submission of financial results within the period prescribed for the Quarter ended 30.06.2019 (delay of 06 days)	Delayed Submission	Fine by BSE of Rs. 35,400/- (Including 18% GST) @ Rs. 5,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid
7.	Regulation 33: Non-submission of financial results within the period prescribed for the Quarter ended 30.09.2019 (delay of 18 days)	Delayed Submission	Fine by BSE of Rs. 1,06,200/- (Including 18% GST) @ Rs. 5,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid
8.	Regulation 34: Submission of Annual Report with a delay of 14 days	Delayed Submission	Fine by NSE of Rs. 33,040/- (Including 18% GST) @ Rs. 2,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid
9.	Regulation 33: Non-submission of financial results within the period prescribed for the Quarter ended 30.09.2019 (delay of 18 days)	Delayed Submission	Fine by NSE of Rs. 1,06,200/- (Including 18% GST) @ Rs. 5,000/- per day	As confirmed by the management of the listed entity, the said fine has been paid
10.	Pursuant to SEBI Circular SEBI/HO/DDHS/CIR/P/2018/144 dated 26th November, 2018- Large Entity Disclosure	Delayed Submission	Large Entity disclosure was submitted on 3rd August 2019.	Large Entity disclosure was submitted on August 3, 2019.
11.	Regulation 34-Annual Report for the F.Y. 2018-19	Delayed Submission	Annual Report for the F.Y. 2018-19 has been submitted on 23rd September 2019.	Annual Report for the F.Y. 2018-19 has been submitted on September 29, 2019.
12.	Regulation 23(9)-Related Party Disclosure for Year ended 31st March, 2019	Delayed Submission	Related Party Disclosure for Year ended 31st March, 2019 was filed on 1st August 2019.	Related Party Disclosure for Year ended 31st March, 2019 was filed on 1st August 2019.

\* During the year 2019-20, preferential allotment was done by OCL Iron and Steel Limited for which Listing approval and trading is pending as on date of signing of report.

\* During the Year 2019-20, 40242948 shares were pledged by Garima Buildprop Private Limited (CIN- U70109DL2006PTC151070) (promoter and promoters' group) to Andhra Bank in OCL Iron and Steel Limited was invoked by Andhra Bank and the same was intimated to designated stock exchanges.

\*As on date of this report, the website of the listed entity is not functional for non-payment of fee.



29/07/2020



(b) The listed entity has generally maintained records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

(c) 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.
		<i>As per the data and explanation provided to us by the management of the listed entity, there were no 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, only fine were paid by Company during the year.</i>		



29/07/2020



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

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	Regulation 33(3)(a)- Financials results for quarter ended 30 <sup>th</sup> June 2018	Delayed submission	Fine was imposed by Stock Exchange	<ul style="list-style-type: none"> <li>The Unaudited financial results were submitted on 20<sup>th</sup> August 2018 with a delay of 5 (Five) days</li> <li>Fine was paid</li> </ul>
2	Regulation 33(3)(a)- Financials results for quarter ended 30 <sup>th</sup> September 2018	Delayed submission	Fine was imposed by Stock Exchange	<ul style="list-style-type: none"> <li>The Unaudited financial results were submitted on 15<sup>th</sup> December 2018 with a delay of 30 (Thirty) days</li> <li>Fine was paid</li> </ul>
3	Regulation 14- Fees and other charges to be paid to the stock exchange for Financial year 2018-2019	Annual listing fee has been paid after the expiry of due date	Fine was imposed by Stock Exchange	<ul style="list-style-type: none"> <li>The Annual listing fee (AFL) has been paid to stock exchange after the expiry of due date</li> <li>Fine was paid</li> </ul>
4	Regulation 17- Non-compliance with the requirements pertaining to the Composition of Board of directors	Failure to appoint women director	Fine was imposed by Stock Exchange	<ul style="list-style-type: none"> <li>The Company has been appointed Ms. Nirmala Kujur women Director w.e.f 25-02-2019.</li> <li>Fine was paid</li> </ul>



29/07/2020



5	Regulation 18- Non-Compliance With the constitution of audit committee	Constitution of audit committee not as per LODR Regulation 2015	Fine was imposed by Stock Exchange	<ul style="list-style-type: none"> <li>The Company has been reconstituted of audit committee w.e.f 17.12.2018.</li> <li>Fine was paid</li> </ul>
6	Regulation 19- Non - Compliance with the constitution of nomination and remuneration committee	Constitution of nomination and remuneration committee not as LODR Regulation 2015	Fine was imposed by Stock Exchange	<ul style="list-style-type: none"> <li>The Company has been re-constituted nomination and remuneration committee w.e.f 17.12.2018</li> <li>Fine was paid</li> </ul>

For S. Khurana & Associates  
Company Secretaries

FRN: I2014DE1158200

Peer Review No. 804/2020

Sachin Khurana  
Proprietor

M. No.: F10098; CP No.:13212

UDIN - F010098B000524282

Date: 29-07-2020

Place: New Delhi

