



Secretarial Compliance Report of Kanco Tea & Industries Limited
for the year ended 31st March, 2019

I, Asit Kumar Labh, *Practicing Company Secretary*, have examined:

- (a) all the documents and records made available to me and explanation provided by **Kanco Tea & Industries Limited** (CIN : L15491WB1983PLC035793) having its Registered Office at Jasmine Tower, 31, Shakespeare Sarani, 3rd Floor, Kolkata – 700017, West Bengal (“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,

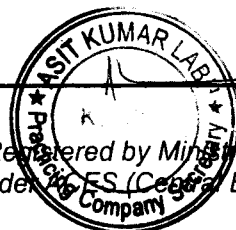
for the year ended 31st March, 2019 (“Review Period”) in respect of compliance with the provisions of:

- (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, as amended, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

and circulars/ guidelines issued thereunder; and based on 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, except in respect of matters specified below:-

Sl.No	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
-	None	-	-

- (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:

Sl. No.	Action taken by	Details of Violation	Details of Action taken E.g. fines, warning letter, debarment, etc.	Observations/ Remarks of the Practising Company Secretary, if any.
1.	BSE Limited (BSE)	Non-appointment of Qualified Company Secretary as the Compliance Officer for the Quarter ended 31 st December, 2018 and 31 st March, 2019	BSE vide its letter dated 12.02.2019 has imposed a fine of Rs. 1,08,560 on the Company with respect to the violation for the Quarter ended 31 st December, 2018 and another fine was imposed for Rs. 1,180 in same line for the same violation for the Quarter ended 31 st March, 2019 vide letter dated 14.05.2019.	<p>The Company vide its letter dated 15.02.2019 has requested BSE to revoke the fine imposed since the Company already has a full time Company Secretary who was on maternity leave for 26 weeks w.e.f. 01.06.2018 as per the provisions of The Maternity Benefit (Amendment) Act 2017 and the Chief Financial Officer of the Company was appointed as the Compliance Officer in her place by the Board of Directors of the Company till such time the said Company Secretary was on leave on account of maternity benefit and the same was intimated to BSE vide letter dated 26.05.2018.</p> <p>The Company Secretary resumed her duties on 02.01.2019 and the same was intimated to BSE vide letter dated 02.01.2019.</p> <p>No further action has been initiated by BSE in this matter till date.</p>



ASIT KUMAR LABH

B.Com.(H), ACS



c/o A. K. LABH & Co.

Company Secretaries

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

Sl. No.	Observation of practising Company Secretary in the previous reports	Observations made in the Secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, in any	Comments of the Practising Company Secretary on the actions taken by the listed entity
-	-	Not Applicable (since being the first year of implementation of this report)	-	-

Place : Kolkata

Date : 28.05.19



Asit Kumar Labh
(CS ASIT KUMAR LABH)
Practising Company Secretary
ACS - 32891 / CP No.- 14664