



AN ISO 9001 : 2015
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE', 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2283-5964 / 5965 / 5966
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com
CIN No. L45209 WB 1924 PLC 004969

01/CS/SE/001/94240

July 30, 2020

The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, BandraKurla Complex
Bandra (East), Mumbai – 400051
Scrip Code – SIMPLEXINF

The Secretary
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Scrip code - 523838

The Secretary
Calcutta Stock Exchange Limited
7 Lyons Range
Kolkata – 700001
Scrip Code - 29053

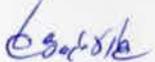
Dear Sir,

Re: Submission of Annual Secretarial Compliance Report for year ended 31st March,2020

In Compliance with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08 2019, please find enclosed the Annual Secretarial Compliance Report dated 24th July, 2020 for the Financial year 2019-2020 issued by M/s. A.K. Labh & Co, Company Secretaries.

We request you to take the same on record.

Yours faithfully,
For SIMPLEX INFRASTRUCTURES LIMITED


B.L. BAJORIA
SR.VICE PRESIDENT &
COMPANY SECRETARY

Enc: as above.

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

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Website : www.aklabh.com

Secretarial Compliance Report of Simplex Infrastructures Limited for the year ended 31st March, 2020

We, A. K. Labh & Co., *Company Secretaries*, have examined :

- (a) all the documents and records made available to us and explanation provided by **Simplex Infrastructures Limited** (CIN : L45209WB1924PLC004969) having its Registered Office at 'Simplex House', 27, Shakespeare Sarani, 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, 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, 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;



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- (e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 / 2018;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

and circulars/ guidelines issued thereunder; and based on 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:-

Sl. No.	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
1.	<p><i>SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Regulation 23(9)</i></p> <p>The listed entity shall submit within 30 days from the date of publication of its standalone and consolidated financial results for the half year, disclosures of related party transactions on a consolidated basis, in the format specified in the relevant accounting standards for annual results to the stock exchanges and publish the same on its website.</p>	<p>Delay in Submission of disclosure of related party transactions for the half year ended 31st March, 2019 and 30th September, 2019.</p>	<p>The Company had delayed in submitting the disclosure of related party transactions as per the specified Regulation as follows:</p> <p>(i) for the half year ended 31st March, 2019, the disclosure was submitted on 16th September, 2019 (financial result was published on 1st June, 2019)</p> <p>(ii) for the half year ended 30th September, 2019, the disclosure was submitted on 14th March, 2020 (financial result was published on 16th November, 2019)</p>
2.	<p><i>SEBI Circular No. SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2019/ 140 dated</i></p>	<p>Non-Submission of Disclosure of the defaults</p>	<p>The Company has defaulted in payment of</p>



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<i>November 21, 2019 – Clause 3 (A)(ii):</i>	in payment of interest/repayment of principal amount on loans from banks/ financial institutions	interest / instalment obligations on loans, including revolving facilities like cash credit, from various banks / financial institutions; however, the disclosures for the same have not been made to the Stock Exchange within the stipulated time.
The disclosures shall be made to the stock exchanges when the entity has defaulted in payment of interest / instalment obligations on loans, including revolving facilities like cash credit, from banks / financial institutions and unlisted debt securities.		

- (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:

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.
-	None	-	-	-

- (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
1.	Board Meeting for approval of Unaudited Financial	31 st March, 2019	The Board Meeting concluded at 9:00 P.M. and the same	As informed and explained by the management of the



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<p>Results of the Company for the quarter ended 30.06.2018 was held on 14.08.2018 which concluded at 9:00 P.M. The aforesaid financial result to be published in the newspapers on or before 16.08.2018 as per the Regulations was published on 17.08.2018.</p>		<p>was duly reported to the respective stock exchanges within stipulated time. It was not possible to publish the financial results, the very next day, i.e., on 15.08.2018 as the meeting concluded at 9:00 P.M. on 14.08.2018. Further, there was no newspaper publication on 16.08.2018 because 15.08.2018 was the national holiday and hence the Company was left with no option but to get it published only on 17.08.2018.</p>	<p>Company, the compliance relating to newspaper publication was made to the extent possible.</p>
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- (e) The listed entity has modified the terms of appointment of Statutory Auditor in accordance with the provisions of 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019 dated 18.10.2019.

Place : Kolkata
Date : 24.07.2020



For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No.- 3238

UDIN : F004848B000498902

