



**NOCIL LIMITED**

Regd. Office : Mafatlal House, 3rd Floor, H. T. Parekh Marg,  
Backbay Reclamation, Churchgate, Mumbai - 400 020, India.  
Tel.: +91 22 6657 6100, 6636 4062 Fax +91 22 6636 4060  
Website: www.nocil.com CIN : L99999MH1961PLC012003  
Email: investorcare@nocil.com



**ARVIND MAFATLAL GROUP**  
The ethics of excellence

1<sup>st</sup> June 2021

The Secretary  
**The Bombay Stock Exchange Limited**  
“P.J. Towers”  
Dalal Street  
Mumbai-400 001  
BSE Code: 500730

**The National Stock Exchange of India  
Ltd.**  
Exchange Plaza  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai-400 051  
Symbol: NOCIL

Dear Sirs,

**Sub: Annual Secretarial Compliance Report for the Financial year ended March 31,2021**

Pursuant to the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, the Annual Secretarial Compliance Report for the financial year ended March 31, 2021 issued by M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, is enclosed herewith.

We request you to take the above on your records and acknowledge receipt.

Thanking you,

Yours faithfully,  
**For NOCIL Limited**

**Amit K. Vyas**  
**Assistant Vice President (Legal) &**  
**Company Secretary**

Encl.: as above



**Responsible Care®**  
OUR COMMITMENT TO SUSTAINABILITY

# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy 803-804, 8<sup>th</sup> Floor, Citi of Joy, JSD Road, Mulund West, Mumbai 400080 (T) 022-21678100

### Secretarial Compliance Report of NOCIL Limited *For the Financial Year ended March 31, 2021*

To  
The Board of Directors,  
NOCIL Limited  
Mafatlal House, H T Parekh Marg,  
Backbay Reclamation Churchgate,  
Mumbai – 400020.

We, M/s Makarand M. Joshi & Co., Practicing Company Secretaries, have examined:

(a) all the documents and records made available to us and explanation provided by NOCIL 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 financial year ended March 31, 2021 (“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; **(Not Applicable to the Company during the Audit Review period);**
- 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 to the Company during the Audit Review Period)**

- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Review Period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the Audit Review Period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

and circulars/ guidelines issued thereunder. Further, in terms of SEBI circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in respect of Resignation of statutory auditors from listed entities and their material subsidiaries, the listed entity has suitably modified the terms of appointment of the auditor to give effect to clause 6(A) and 6(B) of the said circular 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:

Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL		

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder so far 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.

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.
Not Applicable				

(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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

**For Makarand M. Joshi & Co.  
Practicing Company Secretaries**

Digitally signed by MAKARAND MADHUSUDAN JOSHI  
DN: cn=MAKARAND MADHUSUDAN JOSHI, c=IN,  
st=Maharashtra, o=Personal,  
serialNumber=bea4609e399287838241404700ee8d394  
8ae4badb642ed597e83806667ca030f  
Date: 2021.05.27 13:23:44 +05'30'

**Makarand Joshi**  
**Partner**  
**FCS No. 5533**  
**CP No. 3662**  
**UDIN: F005533C000377674**  
**Peer Review No: P2009MH007000**  
**Place: Mumbai**  
**Date: 27-05-2021**