



**Secretarial Compliance Report of M/s. Jindal Photo Limited for the year
Ended 31st March, 2020**

We have examined:

- (a) all the documents and records made available to us and explanation provided by Jindal Photo 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 31st March, 2020 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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.
- (b) The listed entity has maintained records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records. However, the correctness of the records lies with the management.



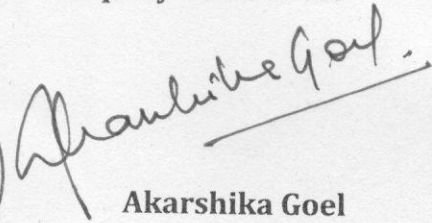
(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ ~~material subsidiaries~~ either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and 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. |
|-------|-----------------|----------------------|---|--|
| NIL* | | | | |

* The information in the above mentioned table is based upon the Management Representation Certificate as received from the Company.

Place: New Delhi
Date: 08.06.2020

for Grover Ahuja & Associates
Company Secretaries



Akarshika Goel
(Partner)

ACS No.: 29525

C P No.: 12770

UDIN: A029525B000325722