



Dated: 17th June, 2020

Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, Rotunda Building,
B.S.Marg, Fort,
Mumbai - 400 001

Fax: 022 – 22722037/39/41/61

Kind Attn: The General Manager

Dear Sir,

**Sub: Submission of Annual Secretarial Compliance Report for the year ended
31st March, 2020 – reg.**

Ref: Reg. 24A of SEBI (LODR) Regulations, 2015.

Scrip Code: 538922

Pursuant to Regulation 24A of SEBI (LODR) Regulation, 2015 and SEBI Circular No. CIR/CFD/CMD1 /27/2019 dated 8th February, 2019, we are herewith submitting the Annual Secretarial Compliance Report for the year ended 31st March, 2020 issued by M/s. A.S. Ramkumar & Associates, Practicing Company Secretaries.

Kindly take the above on records.

Thanking you,

for **COSYN LIMITED**


ARUVA BHOPAL REDDY
Whole Time Director



Encl: As above

COSYN LIMITED

PLOT NO: 15, TP HOUSE, 3RD FLOOR, JAIHIND ENCLAVE, MADHAPUR, HYDERABAD- 500 081, INDIA.
TEL: +91 733 066 6517-20 | FAX: +91 (40) 4000 9888 | www.cosyn.in | CIN : L72200TG1994PLC017415



A.S. RAMKUMAR & ASSOCIATES
Company Secretaries

SECRETARIAL COMPLIANCE REPORT
OF
COSYN LIMITED
(CIN L72200TG1994PLC017415)
FOR THE YEAR ENDED 31ST MARCH 2020

We have examined:

- All the documents and records made available to us and explanation provided COSYN LIMITED ("the listed entity"),
- The filings/ submissions made by the listed entity to the stock exchanges,
- Website of the listed entity,
- 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:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the review period);**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the review period);**

M. Anand


- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the review period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the 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 review period);**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

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,

As per Regulation 17 of SEBI (LODR) Regulations, 2015, Chairman being a promoter, half of the Board shall be the Independent Directors. During the last quarter, one of the Independent Director has resigned from the Company thereby the number of Independent Directors is less than half of the Board as on 31st March, 2020.

However, as per Regulation 25(6), the listed shall fill the vacancy at the earliest but not later than the immediate next meeting of the board of directors or three months from the date of such vacancy, whichever is later. Accordingly, there is no non-compliance with regard to composition of Board as the company is yet to convene Board meeting as on date of this report.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under 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 there under:

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				



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:(Not applicable).

Date: 17.06.2020

Place: Hyderabad

for A.S.Ramkumar& Associates
Company Secretaries




Arun Marepally
Partner

ACS 53561; CP.19797

UDIN: A053561B000348251