



ATLANTA LIMITED

An ISO 9001:2015 Company

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Andheri - Kurla Road, Andheri (East), Mumbai - 400 059, India.
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CIN : L64200MH1984PLC031852

July 19, 2019

To,
Corporate Service Department
The Bombay Stock Exchange limited
P. J. Towers, 1st Floor,
Dalal Street,
Mumbai 400 001
Fax: 2272 2037 / 2272 2039

Scrip Code: 532759

To,
Corporate Service Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E) Mumbai - 400 051.
Fax: 2659 8237 / 38/ 2659 8346

Scrip Code: ATLANTA

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2019.

With reference to above captioned subject and as per SEBI Circular No.CIR/CFD/CMDI/27/2019 dated February 08, 2019, we are enclosing herewith Annual Secretarial Compliance Report of the Company issue by M/s. KPUB & CO. Company Secretaries for the financial year ended March 31, 2019.

This is for your information and record please.

Thank you,

For Atlanta Limited

Narayan R. Joshi
Company Secretary

Encl: as above

Construction : Realty : Infrastructure Concessions : Mining

**Secretarial compliance report of Atlanta Limited for the year ended 31st March,
2019**

We have examined:

- (a) all the documents and records made available to us and explanation provided by Atlanta 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, 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, 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;#
 - (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;#
 - (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;
 - (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;#
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (i) (other regulations as applicable)
- and circulars/ guidelines issued thereunder;

The Regulations or Guidelines, were not applicable for the period under review

and based on the above examination, I/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:-



Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	As per Regulation 33 of SEBI (LODR) Regulation, 2015 the audited financial results were to be approved by the Board of Directors within 60 (sixty) days from the end of the financial year.	Delay in approval of Financial results was of 59 days for the year ended 31 st March, 2018 and financial results for 31 st March, 2018 were approved on 28 th July, 2018.	Company has paid penalty imposed by the BSE Limited and National Stock Exchange of India Ltd. of Rs. 286740/- for 16 days delay, as per their respective Notices received by the Company and submitted the waiver representation to both the Exchanges.
2	As per regulation 7(3) of SEBI (LODR) Regulations 2015 every listed company shall submit Compliance certificate for the half year ended as prescribed under the regulations.	Delay in filling the Compliance Certificate for the half year ended 31 st March, 2019	Company has filed the Compliance Certificate with delay of 9 days from the due date of Compliance
3	As per Regulation 19(1) of SEBI (LODR) Regulations 2015 Nomination & Remuneration Committee shall comprise of at least three directors; all directors of the committee shall be non-executive directors; and at least fifty percent of the directors shall be independent directors	Dr. Shankar Vishwanath (DIN: 07081348) has resigned as Independent Director on 27/05/2018	Composition of Nomination & Remuneration Committee was not as per As per Regulation 19(1) of SEBI (LODR) Regulations 2015 during the period from 27.05.2018 to 31.05.2018 due to resignation of Independent Director.
4	As per Regulation 46(1) of SEBI (LODR) Regulations 2015 Company shall maintain functional website containing the basic information about the listed entity and listed entity shall disseminate the specified information as per Regulations of SEBI (LODR), 2015	At present Company is maintaining functional website and dissemination of information is not as per Regulations of SEBI (LODR), 2015	The Company's website is functional but in the month of May, 2019 the Website was hacked and as result of this all data was lost and currently Dissemination of information is not uploaded as per Regulation 46 & 30 of SEBI (LODR), 2015 and further Company has intimated about the Non Functional website on 10th May, 2019.

- (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/our examination of those records.
- (c) No instance took place which require action to be taken against the Listed entity's 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 except the following action against the listed entity:



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.
1	BSE Limited & National Stock Exchange of India Limited	59 days delay in submission of Audited Annual Financial Results for the year ended 31 st March, 2018	Penalty levied by BSE Limited and National Stock Exchange of India Ltd. of Rs. 286740/- for 16 days delay was paid by the Company.	The Company had paid the amount dated 26 th June, 2018

(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 for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
<p>Note: The Secretarial Compliance report was introduced by the SEBI vide Circular No. CIR/CFD/CMDI/27/2019 dated February, 2019 from the financial year 2018-19. Accordingly this being the first financial year of applicability of this Report, the previous year's relevant information is not available. Hence the above reporting is not applicable.</p>				

Place: Mumbai
Date: 13/07/2019

For KPUB & CO.
Company Secretaries

Keshav Purohit
Keshav Purohit
Partner
ACS No.: 39702
C P No.: 20471

