



Ref : CIL/STEX 24A/Q4FY19

Date : May 24, 2019

To

The Secretary,
BSE Limited
Corporate Relation Dept,
P.J. Towers,
Dalal Street, Fort,
Mumbai-400 001

The Secretary,
National Stock Exchange of India Limited
Plot No. C/1, G Block,
Bandra Kurla Complex
Bandra (East)
Mumbai-400 051

Scrip Code /Scrip Id: 540710/CAPACITE

Scrip Symbol: CAPACITE

Dear Sir/ Madam,

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

Dear Sir/madam,

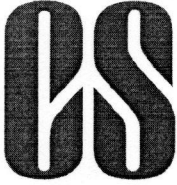
Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) 2015, as amended, we, Capacit'e Infraprojects Limited, hereby submit Annual Secretarial Compliance Report from Practising Company Secretary for the financial year ended March 31, 2019. The Report will also be available on website of the Company www.capacite.in.

Kindly take the same on record.

Yours sincerely
For CAPACIT'E INFRAPROJECTS LIMITED

Sai Kedar Katkar
Company Secretary and Compliance Officer





Shreyans Jain & Co.

Company Secretaries

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover,
Andheri (East), Mumbai- 400 069, Maharashtra
Tel: 022 26844495 / 97; email: shreyanscs@gmail.com

SECRETARIAL COMPLIANCE REPORT OF CAPACIT'E INFRAPROJECTS LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We Shreyans Jain & Co., Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by **Capacit'e Infraprojects Limited** ("the listed entity");
- (b) the filings and submissions made by the listed entity to the BSE Limited and The National Stock Exchange India Limited ("the stock exchanges");
- (c) website of the listed entity;

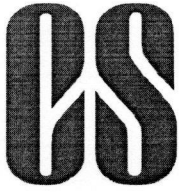
for the financial year ended 31st March, 2019 ("Review Period") in respect of compliance with the provisions of:

- 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; [Not applicable during the Review Period].





Shreyans Jain & Co.

Company Secretaries

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover,
Andheri (East), Mumbai- 400 069, Maharashtra
Tel: 022 26844495 / 97; email: shreyanscs@gmail.com

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: [Not applicable during the Review Period].
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: [Not applicable 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 during the Review Period].
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

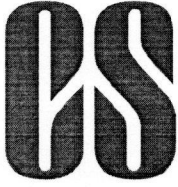
and based on the above examination, We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, 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
01.	Under Regulation 32 of the SEBI (LODR) Regulations 2015 and Regulation 16 (4) of SEBI (ICDR) Regulation 2009, the Company has to submit Statement of deviation or variation of utilization of Issue proceeds & report of Monitoring Agency on quarterly basis to the Exchange and also, to upload the same on website of the company.	The Company had submitted Statement of deviations or variations of utilization of Issue proceeds and report of Monitoring Agency for the quarter ended September 2018 to the Exchange with delay.	The submissions as required were made to Stock exchange with delay.

- (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.





Shreyans Jain & Co.

Company Secretaries

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover,
Andheri (East), Mumbai- 400 069, Maharashtra
Tel: 022 26844495 / 97; email: shreyanscs@gmail.com

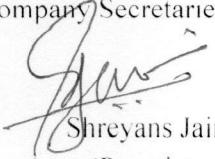
- (c) No instance took place which require actions to be taken against the listed entity / its promoters / directors and its material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts / 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 for the year ended...	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NOT APPLICABLE				
Note: The Secretarial Compliance Report was introduced by the SEBI vide Circular No. CIR/CFD/CMDI/27/2019 dated 8 th 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.				

For Shreyans Jain & Co.
Company Secretaries


Shreyans Jain
(Proprietor)

FCS No. 8519
C.P. No. 9801

Place: Mumbai
Date: 23/05/2019

