



ಎಚ್‌ಎಂಟಿ ಲಿಮಿಟೆಡ್
(ಭಾರತ ಸರ್ಕಾರದ ಉದ್ಯಮ)
ಎಚ್‌ಎಂಟಿ ಭವನ, # 59, ಬೆಲ್ಲಾರಿ ರಸ್ತೆ,
ಬೆಂಗಳೂರು - 560 032, ಭಾರತ
ದೂರವಾಣಿ : 91-80-23330333
ಫ್ಯಾಕ್ಸ್ : 91-80-23339111
ಈ-ಮೇಲ್ : cho@hmtindia.com
ವೆಬ್‌ಸೈಟ್ : www.hmtindia.com

एच एम टी लिमिटेड
(भारत सरकार का उपक्रम)
एच एम टी भवन, # 59, बेल्लारी रोड
बेंगलूरु - 560 032, भारत
फोन : 91-80-23330333
फैक्स : 91-80-23339111
ई-मेल : cho@hmtindia.com
वेब साईट : www.hmtindia.com

HMT LIMITED
(A Govt. of India Undertaking)
HMT BHAVAN
59, Bellary Road,
Bengaluru - 560 032, INDIA
Phone : 91-80-23330333
Fax: 91-80-23339111
E-mail: cho@hmtindia.com
Website : www.hmtindia.com

एसईसीएल.S-5
Secl.S-5

30 मई, 2024
30th May, 2024

बीएसई लिमिटेड
BSE Limited
फिरोज जीजीभोय टावर्स
Phiroze Jeejeebhoy Towers
25^{वीं} मंजिल, दलाल स्ट्रीट
25th Floor, Dalal Street
मुंबई - 400 001
Mumbai - 400 001
स्क्रिप कोड: 500191
Scrip Code: 500191

नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड
National Stock Exchange of India Limited
"एक्सचेंज प्लाजा"
"Exchange Plaza"
बान्द्रा-कुर्ला कॉम्प्लेक्स
Bandra-Kurla Complex
बान्द्रा (पूर्व), मुंबई- 400 051
Bandra (E), Mumbai - 400 051
स्क्रिप प्रतीक: HMT
Scrip Symbol: HMT

प्रिय महोदय/ महोदया,
Dear Sir/ Madam,

विषय: 31 मार्च, 2024 को समाप्त वित्तीय वर्ष के लिए वार्षिक सचिवीय अनुपालन रिपोर्ट
Sub: **Annual Secretarial Compliance Report for the financial year ended 31st March, 2024**

सेबी (एलओडीआर) विनियम, 2015 के विनियम 24ए के अनुसार, कृपया 31 मार्च, 2024 को समाप्त वित्तीय वर्ष के लिए वार्षिक सचिवीय अनुपालन रिपोर्ट संलग्न करें।

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended 31st March, 2024.

सूचना व अभिलेख हेतु।

This is for your information and records.

भवदीय/ Yours faithfully

एचएमटी लिमिटेड के लिए/ For HMT Limited

(किशोर कुमार एस) / (KISHOR KUMAR S)

प्रबंधक (कंपनी सचिव)/ Manager (Company Secretary)

संलग्न: ऊपरोक्त
Encl: As above

CIN : L29230KA1953GOI000748

पंजीकृत कार्यालय : एच एम टी भवन, # 59, बेल्लारी रोड, बेंगलूरु - 560 032 भारत Regd. Office : HMT Bhavan, # 59, Bellary Road, Bengaluru - 560 032, INDIA

ನಿಗಮಿತ ಕಾರ್ಯಾಲಯ : ಎಚ್‌ಎಂಟಿ ಭವನ, # 59, ಬೆಲ್ಲಾರಿ ರಸ್ತೆ, ಬೆಂಗಳೂರು - 560 032, ಭಾರತ



D VENKATESWARLU
Practicing Company Secretary

Secretarial Compliance Report of H.M.T. LIMITED (CIN: L29230KA1953GOI000748)
for the financial year ended 31st March 2024

I, D Venkateswarlu, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by M/s H.M.T. LIMITED (CIN: L29230KA1953GOI000748) (“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 Report,

for the financial year ended 31st March 2024 (“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) (“LODR”) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

No.170, 2nd Floor, 2nd Cross,
1st Block, Koramangala,
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dvenkatacs@gmail.com
9880006825



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- (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; **No transaction observed during the period under review and hence not applicable.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **No transaction observed during the period under review and hence not applicable.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **No transaction observed during the period under review and hence not applicable.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **No transaction observed during the period under review and hence not applicable.**
- (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
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share transfer agents) Regulations, 1993 and
- (k) Circulars/ guidelines issued thereunder;

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And based on the above examination, I 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:

SI No	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Takenby	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Regulation 17(1) of LODR: Composition of the Board including appointment of independent woman director	Regulation 17(1) of LODR	Non-compliance with the requirements pertaining to Composition of Board of Directors	BSE & NSE	Imposition of fine / Penalty	The Company has not complied with the provisions of Regulation 17 (1) of LODR with respect to Composition of Board of Directors of the Company {for not having sufficient independent directors including appointment of independent woman director on the Board during the FY 2023-24.}	BSE & NSE has imposed penalties of: Rs. 5,36,900 /- each for the quarter ended 30.06.2023; Rs. 5,42,800 /- each for the quarter ended 30.09.2023; Rs. 5,42,800 /- each for the quarter ended 31.12.2023; and	The Company has not complied with the provisions of Regulation 17 (1) of LODR with respect to Composition of Board of Directors of the Company {for not having Sufficient independent directors including appointment of independent woman director on the Board during the FY 2023-24.}	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors including independent woman director on the Board.	NA

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dvenkacats@gmail.com
9880006825



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							Rs. 5,36,900/- each for the quarter ended 31.03.2024			
2.	Regulation 17(2A) of LODR: Quorum of Board meetings	Regulation 17(2A) of LODR	Non-compliance with the requirements pertaining to Quorum of Board meetings	BSE & NSE	Imposition of fine / Penalty	The Company has not complied with the provisions of Regulation 17 (2A) of LODR with respect to Quorum of Board meetings held during the FY 2023-24	BSE & NSE has imposed penalties of: Rs. 11,800/- each for the quarter ended 30.06.2023 Rs. 35,400/- each for the quarter ended 30.09.2023; Rs. 11,800/- each for the quarter ended 31.12.2023; and Rs. 11,800/- each for the quarter ended 31.03.2024	The Company has not complied with the provisions of Regulation 17 (2A) of LODR with respect to Quorum of Board meetings held during the FY 2023-24.	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board. As on 01.04.2023, Board of Directors of the Company consists of only three Directors i.e., Chairman and Managing Director (Addl. Charge), Two Government Nominee Directors/ Non-Executive Directors and on 25.08.2023 Director (Finance) (Addl. Charge) has been appointed. The Board ensures the presence of one-third of its total strength or three directors, whichever is higher, as quorum until the appointment of at least one Independent Director.	NA
3.	Regulation 18(1) & 18 (2) (b) of LODR: Constitution of Audit	Regulation 18(1) & 18 (2) (b) of LODR	Non-compliance with the requirements	BSE & NSE	Imposition of fine / Penalty	The Company has not complied with the provisions of Regulation 18 (1) & 18 (2) (b) of LODR	BSE & NSE has imposed penalties of: Rs. 2,14,760/- each	The Company has not complied with the provisions of Regulation 18 (1), 18 (2) (b) of LODR with	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board.	NA

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	Committee		pertainin to Constitio n of audit committee, Chairman of Committee & quorum of the Committee	n 18 (1) of LODR		with respect to constitution of Audit Committee, Chairman of Committee & Quorum of Audit Committee meeting held during the FY 2023-24	for the quarter ended 30.06.2023 Rs. 2,17,120/- each & for the quarter ended 30.09.2023 Rs. 2,17,120/- each for the quarter ended 31.12.2023; and Rs. 2,14,760/- each for the quarter ended 31.03.2024 for violation of Regulation 18 (1) of LODR	respect to constitution of Audit Committee Chairman of Committee & quorum of the Audit Committee meeting, during the FY 2023- 24	As on 01.04.2023, Board of Directors of the Company consists of only three Directors i.e., Chairman and Managing Director (Addl. Charge), Two Government Nominee Directors/ Non-Executive Directors and on 25.08.2023 Director (Finance) (Addl. Charge) has been appointed. With the available Executive/ Non-Executive Directors, the Audit Committee has been reconstituted and appointed Government Nominee Directors / Non-Executive Director as Chairman of the Committee until the appointment of Independent Directors. The Committee ensures the presence of two members or one third of the members of audit committee, whichever is higher, as quorum for meetings until the appointment of Independent Directors.	
4.	Regulation 19(1)/ 19(2) of LODR: Constitution of	Regulation 19(1)/ 19(2) of LODR	Non- compliance with the requireme	BSE & NSE	Impositio n of fine / Penalty	The Company has not complied with the provisions of Regulation 19(1)/	BSE & NSE has imposed penalties of:	The Company has not complied with the provisions of Regulation 19(1)/	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent	NA

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Nomination and Remuneration Committee		nts pertaining to Constitution of Nomination and Remuneration Committee			19(2) of LODR with respect to Constitution of Nomination and Remuneration Committee during the FY 2023-24.	Rs. 2,14,760/- each for the quarter ended 30.06.2023; Rs. 2,17,120/- each for the quarter ended 30.09.2023; Rs. 2,17,120/- each for the quarter ended 31.12.2023; and Rs. 2,14,760/- each for the quarter ended 31.03.2024	19(2) of LODR with respect to Constitution of Nomination and Remuneration Committee during the FY 2023-24.	<p>Directors on the Board.</p> <p>As on 01.04.2023, Board of Directors of the Company consists of only three Directors i.e., Chairman and Managing Director (Addl. Charge), Two Government Nominee Directors/ Non-Executive Directors and on 25.08.2023 Director (Finance) (Addl. Charge) has been appointed.</p> <p>With the available Executive/ Non-Executive Directors, the Nomination and Remuneration Committee has been reconstituted and appointed Government Nominee Directors / Non-Executive Director as Chairman of the Committee until the appointment of Independent Directors.</p> <p>The Committee ensures the presence of two members or one third of the members of the committee, whichever is greater, as quorum for meetings until the appointment of at least one Independent Director.</p>	
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dvenkatacs@gmail.com
9880006825



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5.	Regulation 20(2)/(2A) of LODR: Constitution of Stakeholders Relationship Committee	Regulation 20(2)/(2A) of LODR	Non-compliance with the requirements pertaining to Constitution of Stakeholders Relationship Committee	BSE & NSE	Imposition of fine / Penalty	The Company has not complied with the provisions of Regulation 20(2)/(2A) of LODR with respect to Constitution of Stakeholders Relationship Committee during the FY 2023-24	BSE & NSE has imposed penalties of: Rs. 2,14,760/- each for the quarter ended 30.06.2023; Rs. 2,17,120/- each for the quarter ended 30.09.2023; Rs. 2,17,120/- each for the quarter ended 31.12.2023; and Rs. 2,14,760/- each for the quarter ended 31.03.2024	The Company has not complied with the provisions of Regulation 20(2)/(2A) of LODR with respect to Constitution of Stakeholders Relationship Committee during the FY 2023-24	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board. As on 01.04.2023, Board of Directors of the Company consists of only three Directors i.e., Chairman and Managing Director (Addl. Charge), Two Government Nominee Directors/ Non-Executive Directors and on 25.08.2023 Director (Finance) (Addl. Charge) has been appointed. With the available Executive/ Non-Executive Directors, the Stakeholders Relationship Committee has been reconstituted until the appointment of Independent Directors.	NA
6	Regulation 21(2) of LODR: Constitution of Risk Management Committee	Regulation 21(2) of LODR	Non-compliance with the requirements pertaining to	BSE & NSE	Imposition of fine / Penalty	The Company has not complied with the provisions of Regulation 21(2) of LODR with respect to Constitution of	BSE & NSE has imposed penalties of Rs. 2,14,760/- each for the quarter ended 30.06.2023;	The Company has not complied with the provisions of Regulation 21(2) of LODR with respect to Constitution of Risk Management	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board. With the available Executive/	NA

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9880006825



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			Constitution of Risk Management Committee			Risk Management Committee during the FY 2023-24.	Rs. 2,17,120/- each for the quarter ended 30.09.2023; Rs. 2,17,120/- each for the quarter ended 31.12.2023; and Rs. 2,14,760/- each for the quarter ended 31.03.2024	Committee during the FY 2023-24	Non-Executive Directors/ Senior Management Personnel, the Risk Management Committee has been reconstituted until the appointment of Independent Directors.	
7	Regulation 33 of SEBI (LODR) Regulations: Submission of Financial Results to the Stock Exchanges	Regulation 33 of SEBI (LODR) Regulations	Non-compliance with the requirements pertaining to submission of Financial Results to the Stock Exchanges within prescribed time limit	BSE & NSE	Imposition of fine / Penalty	The Company has not complied with the provisions of Regulation 33 of SEBI (LODR) Regulations with respect to submission of Financial Results to the Stock Exchanges within prescribed time limit with a delay of 51 days.	BSE & NSE imposed a penalty of ***Rs. 1,82,900/- each	The Company has not complied with the provisions of Regulation 33 of SEBI (LODR) Regulations with respect to submission of Financial Results to the Stock Exchanges within prescribed time limit with a delay of 51 days.	Reason for delay in submission of audited financial results for FY2022-23: HMT Limited & its Subsidiaries have units across India in Bangalore, Pinjore, Aurangabad, Hyderabad, Kalamassery and Ajmer. The Audit at various units were progressing and the Company made its best efforts to complete and submitted the financial results to the exchanges on 20 th July, 2023.	NA

No.170, 2nd Floor, 2nd Cross,
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8	Regulation 24(1) of LODR: Having at least one Independent Director of the listed entity on the Board of its unlisted material subsidiary	Regulation 24(1) of LODR	Non-compliance with the requirements pertaining to Having at least one Independent Director of the listed entity on the Board of its unlisted material subsidiary	NA	NA	Pursuant to Regulation 24(1) of SEBI (LODR) Regulations, 2015, at least one Independent Director of the listed entity shall be on the Board of its unlisted material subsidiary.	NA	The Company has not complied with the provisions of Regulation 24(1) of LODR with respect to Having at least one Independent Director of the listed entity on the Board of its unlisted material subsidiary	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of one Independent Directors on the Board of its unlisted material subsidiary.	NA
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***The amount of penalty is based on notice dated 30.06.2023 for non-compliance communicated by exchange.

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr No	Observations/ Remarks of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Details of violation / Deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	Regulation 17(1) of LODR: Composition of the Board including appointment of	31.03.2023	Regulation 17(1) of LODR: Composition of the Board including	The Company has not complied with the provisions of	The Company is regularly pursuing with Ministry of	I have verified the communications sent by the Company to

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	independent woman director		appointment of independent woman director	<p>Regulation 17 (1) of LODR with respect to Composition of Board of Directors of the Company {for not having sufficient independent directors including appointment of independent woman director on the Board during the FY 2022-23.}</p> <p>BSE & NSE has imposed penalties of:</p> <p>Rs. 2,59,600 /- each for the quarter ended 30.06.2022;</p> <p>Rs. 5,42,800 /- each for the quarter ended 30.09.2022;</p> <p>Rs. 5,42,800 /- each for the quarter ended 31.12.2022; and</p>	Heavy Industries for appointment of requisite number of Independent Directors including independent woman director on the Board.	the Ministry of Heavy Industries in this regard. Response from the Ministry in this regard is awaited.
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1st Block, Koramangala,
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				Rs. 5,31,000/- each for the quarter ended 31.03.2023		
2.	Regulation 17(2A) of LODR: Quorum of Board Meetings	31.03.2023	Regulation 17(2A) of LODR: Quorum of Board Meetings	<p>The Company has not complied with the provisions of Regulation 17 (2A) of LODR with respect to Quorum of Board meetings held w.e.f. 27th January 2023.</p> <p>BSE & NSE has imposed penalties of:</p> <p>Rs. 23,600/- each for the quarter ended 31.03.2023</p>	<p>The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board and ensure the quorum.</p>	<p>I have verified the communications sent by the Company to the Ministry of Heavy Industries in this regard. Response from the Ministry in this regard is awaited.</p>
3.	Regulation 18(1) & 18 (2) (b) of LODR: Constitution of Audit Committee	31.03.2023	Regulation 18(1) & 18 (2) (b) of LODR: Constitution of Audit Committee	<p>The Company has not complied with the provisions of Regulation 18 (1) & 18 (2) (b) of LODR with respect to constitution of Audit Committee, Chairman of Committee & Quorum w.e.f. 27th</p>	<p>The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board.</p>	<p>I have verified the communications sent by the Company to the Ministry of Heavy Industries in this regard. Response from the Ministry in this regard is awaited.</p>

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9880006825



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				January 2023. BSE & NSE has imposed penalties of: Rs. 151,040/- each for the quarter ended 31.03.2023 for violation of Regulation 18 (1) of LODR	With the available Executive/ Non-Executive Directors, the Audit Committee has been reconstituted until the appointment of Independent Directors.	
4	Regulation 19(1)/ 19(2) of LODR: Constitution of Nomination and Remuneration Committee	31.03.2023	Regulation 19(1)/ 19(2) of LODR: Constitution of Nomination and Remuneration Committee	The Company has not complied with the provisions of Regulation 19(1)/ 19(2) of LODR with respect to Constitution of Nomination and Remuneration Committee during the 1 st , 2 nd & 4 th Quarter of the FY 2022-23. BSE & NSE has imposed penalties of:	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board. With the available Executive/ Non-Executive Directors, the Nomination and Remuneration Committee has been reconstituted until the appointment of	I have verified the communications sent by the Company to the Ministry of Heavy Industries in this regard. Response from the Ministry in this regard is awaited.

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				Rs. 4,27,160 /- each for the quarter ended 30.06.2022; Rs. 96,760 /- each for the quarter ended 30.09.2022; and Rs. 151,040/- each for the quarter ended 31.03.2023	Independent Directors.	
5	Regulation 20(2A) of LODR: Constitution of Stakeholders Relationship Committee	31.03.2023	Regulation 20(2A) of LODR: Constitution of Stakeholders Relationship Committee	The Company has not complied with the provisions of Regulation 20(2A) of LODR with respect to Constitution of Stakeholders Relationship Committee w.e.f. 27 th January 2023	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board. With the available Executive/ Non-Executive Directors, the Stakeholders Relationship Committee has been reconstituted until the appointment of	I have verified the communications sent by the Company to the Ministry of Heavy Industries in this regard. Response from the Ministry in this regard is awaited.

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					Independent Directors.	
6.	Regulation 21(2) of LODR: Constitution of Risk Management Committee	31.03.2023	Regulation 21(2) of LODR: Constitution of Risk Management Committee	<p>The Company has not complied with the provisions of Regulation 21(2) of LODR with respect to Constitution of Risk Management w.e.f. after 27th January 2023.</p> <p>BSE & NSE has imposed penalties of Rs. 212,400/- & Rs. 151,040/- respectively for the quarter ended 31.03.2023</p>	<p>The Company is regularly pursuing with Ministry of Heavy Industries for appointment of requisite number of Independent Directors on the Board.</p> <p>With the available Executive/ Non-Executive Directors/ Senior Management Personnel, the Risk Management Committee has been reconstituted until the appointment of Independent Directors.</p>	I have verified the communications sent by the Company to the Ministry of Heavy Industries in this regard. Response from the Ministry in this regard is awaited.
7.	Regulation 33 of LODR: submission of Financial Results to the Stock Exchanges	31.03.2023	Regulation 33 of LODR: submission of Financial Results to the Stock Exchanges	The Company has not complied with the provisions of Regulation 33 of LODR with respect to submission of Audited Financial	The Company is making it's best efforts to submit the financial results to the exchanges within the prescribed time	With the available resources and support, the Company is making it's best efforts to submit the financial

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				<p>Results for the FY 2020-21 & 2021-22 to the Stock Exchanges by submitting with a delay of 12 days & 23 days respectively</p> <p>BSE & NSE has imposed penalties of: Rs. 70,800/- & Rs. 135,700/- towards delay in submission of Audited Financial Results for the FY 2020-21 & 2021-22</p>	limits.	results to the exchanges within the prescribed time limit.
8.	Regulation 24(1) of LODR: Having atleast one Independent Director of the listed entity on the Board of its unlisted material subsidiary	31.03.2023	Regulation 24(1) of LODR: Having atleast one Independent Director of the listed entity on the Board of its unlisted material subsidiary	Pursuant to Regulation 24(1) of SEBI (LODR) Regulations, 2015, at least one Independent Director of the listed entity shall be on the Board of its unlisted material subsidiary.	The Company is regularly pursuing with Ministry of Heavy Industries for appointment of atleast one Independent Directors of the Company on the Board of its unlisted material subsidiary.	I have verified the communications sent by the Company to the Ministry of Heavy Industries in this regard. Response from the Ministry in this regard is awaited.

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I. I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

SI No.	Particulars	Compliance Status (Yes / No / NA)	Observations / Remarks by PCS*
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	-
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entitiesAll the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	-
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents / information under a separate section on the websiteWeb-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/section of the website	Yes	-

No.170, 2nd Floor, 2nd Cross,
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Bengaluru 560 034
dvenkatacs@gmail.com
9880006825



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4.	Disqualification of Director: None of the Director(s) of the listed entity is / are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: a. Identification of material subsidiary companies b. Disclosure requirement of material as well as other subsidiaries	Yes	-
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	-
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year / during the financial year as prescribed in SEBI Regulations.	NA	The Company has stated that the Directors of the Company are appointed / nominated by the Government of India and the performance evaluation is done by Government of India, being appointing authority. Further, as per notification dated 05 th June 2015 issued by the Ministry of Corporate Affairs, Government of India, Government Companies are exempt from complying with the provisions with respect to performance evaluation of the Board and

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D VENKATESWARLU
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			its Committees, if the performance evaluation of directors is done by the Ministry which is administratively in-charge of the Company.
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.	Yes NA	- NA
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-

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11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	As mentioned in Table (a) above
12	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	No such resignation of statutory auditors during the FY 2023-24
13.	Additional Non-compliances, if any: Any additional non-compliance observed for any SEBI regulation / circular / guidance note etc. except as reported above.	No	No additional non-compliance observed for any SEBI regulation / circular / guidance note etc.

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D VENKATESWARLU
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Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: Bengaluru
Date: 29th May 2024

Venkateswarlu D
Digitally signed by
Venkateswarlu D
Date: 2024.05.29 19:48:20
+05'30'
D VENKATESWARLU
Company Secretary
FCS No: 8554 CP No: 7773
UDIN: F008554F000485129
PR No: 1617 / 2021

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1st Block, Koramangala,
Bengaluru 560 034
dvenkacacs@gmail.com
9880006825