

18<sup>th</sup> May 2023

**BSE Limited**  
Listing Operations  
Phiroze Jeejeebhoy Towers,  
Dalai Street,  
Mumbai - 400 001  
Maharashtra, India  
**BSE Script Code: 532864**

**National Stock Exchange of India Limited**  
Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051  
Maharashtra, India  
**NSE Script Code: NELCAST**

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March 2023**

In terms of regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR /CFD /CMD1 /27/2019 dated February 8, 2019, we are enclosing Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March 2023.

Kindly take the above on record and acknowledge receipt.

Thanking you.

For **Nelcast Ltd**

**(S.K. Sivakumar)**  
**Company Secretary**

159, T T K ROAD, ALWARPET, CHENNAI - 600 018. INDIA  
Tel.:+91-44-2498 3111/2498 4111 Fax : 91-44-24982111  
e-mail:nelcast@nelcast.com; web: www.nelcast.com  
CIN : L27109AP1982PLC003518

Regd. Off.: 34, Industrial Estate, Gudur - 524 101 (A.P.) Tel.: 251266 / 251766 Fax:08624-252066  
Ponneri works :Madhavaram Village, Amur P.O, Ponneri - 601 204 .T.N Tel.: 27974165/27973532, Fax: 27973620  
Pedapariya Works : 259 /261, Pedapariya Village, Ozili Madal, Nellore Dist - 524402. (A.P.)

IATF 16949 : 2016 \* ISO 14001 : 2015 \* ISO 50001 : 2011



ISO 9001 : 2015

\*

OHSAS 18001 : 2007



# L.D. Reddy & Co

Company Secretaries  
Insolvency Professionals

Phone(O) : 040-2331 5262

Mobile : 99499 38181

: 98492 69757

Off: Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Lakdi-ka-pool, Hyderabad-500 004, Telangana  
E-mail: l.d.reddy@gmail.com, ldreddy2016@gmail.com, ldreddy2019@gmail.com

*L. Dhananjaya Reddy* B.Com.LL.B., ACS.

## Secretarial compliance report of M/s. Nelcast Limited for the year ended 31<sup>st</sup> March 2023

I, L. Dhananjaya Reddy, proprietor of L.D. Reddy & Co., Company Secretaries, Hyderabad have examined:

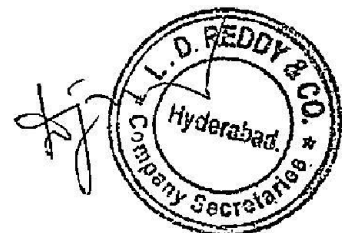
- all the documents and records made available to us and explanation provided by M/s. Nelcast Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the Stock Exchanges,
- website of the listed entity; and
- all other document/filing and submissions etc.,

for the year ended 31<sup>st</sup> March, 2023 ("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 audit 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 audit period)

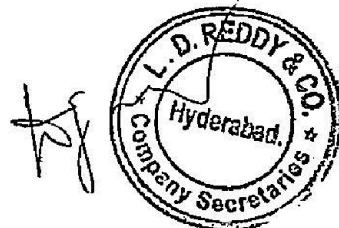


- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during audit period)
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during audit period)
- 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 audit period)
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i. other applicable regulations and circulars/ guidelines issued thereunder;
- j. The reporting of clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries" is not applicable during the Review Period:
- k. According to NSE Circular No.NSE/CML/2023/21, BSE Circular No.20230316-14 dated 16<sup>th</sup> March 2023, and NSE Circular No.NSE/CML/2023/30, BSE Circular No.20230410-41 dated 10<sup>th</sup> April 2023 the additional affirmations are given in Annexure-1.

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:-

| Sr. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Regulation/ Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---------|---|--------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|---------|
| Nil     | Nil   | Nil                      | Nil        | Nil             | Nil            | Nil                  | Nil         | Nil   | Nil                 | Nil     |

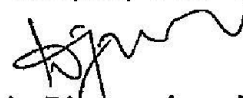


(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Regulation/ Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---------|---|--------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|---------|
| Nil     | Nil   | Nil                      | Nil        | Nil             | Nil            | Nil                  | Nil         | Nil   | Nil                 | Nil     |

Place: Hyderabad  
Date: 4<sup>th</sup> May 2023

For L.D.Reddy & Co  
Company Secretaries

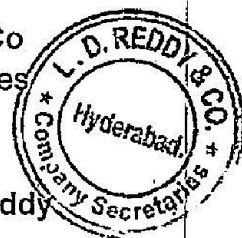


L. Dhahamjaya Reddy  
(Proprietor)

CP. No.: 3752

M. No.: 13104

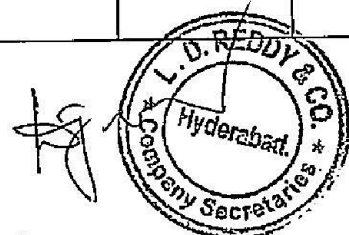
UDIN: A013104E000250286



ANNEXURE -1ADDITIONAL AFFIRMATION

The Company has provided the following Additional Affirmations according to NSE Circular No. NSE/CML/2023/21, BSE Circular No. 20230316-14 dated 16<sup>th</sup> March 2023, and NSE Circular No. NSE/CML/2023/30, BSE Circular No. 20230410-41 dated 10<sup>th</sup> April 2023:

| Sr. No. | Particulars   | Compliance status (Yes/No/N/A) | Observations/Remarks by PCS  |
|---------|---|--------------------------------|--|
| 1.      | <u>Secretarial Standards</u><br>The compliances of the listed entity is in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)   | Yes                            | NA   |
| 2.      | <u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/ circulars/ guidelines issued by SEBI</li> </ul>  | Yes<br><br>Yes                 | NA<br><br>NA   |
| 3.      | <u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/ information under a separate section on the website</li> <li>• Web-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</li> </ul> | Yes<br><br>Yes<br><br>Yes      | NA<br><br>NA<br><br>NA   |
| 4.      | <u>Disqualification of Director:</u><br>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013   | Yes                            | NA   |
| 5.      | <u>To examine details related to Subsidiaries of listed entities:</u> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>   | NA<br><br><br><br>Yes          | The Company does not have material subsidiaries. However, the Company has one subsidiary named as 'NC Energy Limited'.<br><br><br><br>NA |




|     |  |           |          |
|-----|--|-----------|----------|
| 6.  | <u>Preservation of Documents:</u><br>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       | NA       |
| 7.  | <u>Performance Evaluation:</u><br>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations   | Yes       | NA       |
| 8.  | <u>Related Party Transactions:</u><br>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions<br>(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<br>NA | NA<br>NA |
| 9.  | <u>Disclosure of events or information:</u><br>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       | NA       |
| 10. | <u>Prohibition of Insider Trading:</u><br>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015   | Yes       | NA       |
| 11. | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u><br>No Actions 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          | Yes       | NA       |
| 12. | <u>Additional Non-compliances, if any:</u><br>No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.  | Yes       | NA       |

\*Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

Place: Hyderabad  
Date: 4<sup>th</sup> May 2023

For L.D.Reddy & Co  
Company Secretaries

  
L. Dhananjaya Reddy  
(Proprietor)

CP. No.: 3752

M. No.: 13104

UDIN: A013104E000250286

