



**Coromandel Engineering Company Limited**  
(ISO 9001:2015 & BS OHSAS 18001:2007 Certified Company)  
Registered and Corporate Office:  
Parry House, V Floor, 43, Moore Street, Chennai 600 001, India  
PB. No. 1698, Tel: 25301700  
CIN No. L74910TN1947PLC000343  
Email: coromandelengg@cec.murugappa.com  
Website: www.coromandelengg.com

May 25, 2022

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**Scrip Code: 533167**

Dear Sir,

**Sub: Submission of Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2022**

In Compliance with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019, please find enclosed copy of Annual Secretarial Compliance Report dated 24<sup>th</sup> May, 2022 for the Financial Year 2021-22 issued by M/s. Srinidhi Sridharan & Associates, Company Secretaries.

We request you to take the information on record.

Thanking you

Yours faithfully  
For Coromandel Engineering Company Limited

*C. Parvathi Nagaraj*

C. Parvathi Nagaraj  
Company Secretary



ISIN: INE312J01012

**Secretarial compliance report of Coromandel Engineering Company Limited for the year ended 31<sup>st</sup> March, 2022**

We **SRINIDHI SRIDHARAN & ASSOCIATES, Company Secretaries** have examined:

- a) all the documents and records made available to us and explanation provided by **COROMANDEL ENGINEERING COMPANY LIMITED (CIN: L74910TN1947PLC000343)** having its Registered office at "**Parry House**" 5<sup>th</sup> Floor, 43, Moore Street, Chennai-600001 ("**the listed entity**")
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity, (website address: **www.coromandelengg.com**)
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended **31<sup>st</sup> March 2022** ("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 there under; and
  - b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 (Not applicable during the review period);
- 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 year under review);
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation, 2021 (Not applicable during the year under review);
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (up to 16<sup>th</sup> August 2021) and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities), Regulations, 2021; ( Not applicable during the year under review)
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (up to 16<sup>th</sup> August 2021) (Not applicable during the year under review);
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

**COROMANDEL ENGINEERING COMPANY LIMITED**

New No. 44, (Old No. 25), Flat No. 3, Thiruvarangam Apts, 1st floor, Unnamalai Ammal Street, T.Nagar, Chennai-600017.  
Phone : 044 42166988



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- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) regulations, 1993 regarding the Companies Act and dealing with client;- (Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year under review)
- j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/guidelines issued there under;

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 there under, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/circulars/ guidelines including specific clauses	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 17 (1)(c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.(herein after referred to as "the Regulations")	The Composition of Board was not compliant as per Regulation 17(1)(c) of the Regulations from 24 <sup>th</sup> January 2021 wherein the number of directors fell below the statutory minimum of 6 directors as required under the regulations.	Mr. R. Surendran was appointed as an independent director for a term up to five consecutive years on 25 <sup>th</sup> January 2016 and retired on 24 <sup>th</sup> January 2021.This lead to the composition of the Board to fall below the statutory minimum of 6 directors to 5 directors as required under 17(1)(c) of the Regulations. The Company was required to increase the minimum number to 6 directors within 3 months. The Company had subsequently appointed Mr. A. Sridhar as a Non-Executive - Non Independent Director of the Company with effect from 1 <sup>st</sup> May 2021.This ensured the compliance with the requirement of having 6 directors on the Board with effect from 1 <sup>st</sup> May 2021. The BSE Limited had levied a monetary penalty of Rs. 41, 300 vide email on 20 <sup>th</sup> August 2021 for a period of seven days from 24 <sup>th</sup> April 2021 to 30 <sup>th</sup> April 2021 which was paid by the Company on 30 <sup>th</sup> August 2021. Subsequently this was placed at the Board meeting held on 25 <sup>th</sup> September 2021 for Board comments and was noted in the minutes.

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- (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 our examination of those records.
- (c) No action was taken against the Promoters/Directors/\*Material subsidiaries 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.

The following are the details of actions taken against the listed entity by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

**\* The Company does not have Material Unlisted Subsidiary (ies) Incorporated in India.**

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	Regulation 17 (1)(c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Monetary Fine of Rs. 41,300/- (inclusive GST) for the quarter ended June 2021 was imposed vide email dated 20 <sup>th</sup> August 2021 by BSE Limited.	The company had paid the monetary fine on 30 <sup>th</sup> August 2021 for a period of seven days from 24 <sup>th</sup> April 2021 to 30 <sup>th</sup> April 2021. The Company had appointed a director on 1 <sup>st</sup> May 2021 to ensure the minimum compliance of 6 directors on the board as per the Regulation.

- (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
There was no observation made in previous report for the financial year ended on March 31, 2021.				

FOR SRINIDHI SRIDHARAN & ASSOCIATES  
COMPANY SECRETARIES



*Srinidhi*

CS SRINIDHI SRIDHARAN  
C.P NO.17990  
ACS.NO.47244  
PR NO. 655/2020  
UIN: S2017TN472300  
UDIN: A047244D000376881

PLACE : CHENNAI  
DATE :24<sup>TH</sup> MAY 2022

COROMANDEL ENGINEERING COMPANY LIMITED

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FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022