

May 6, 2022

National Stock Exchange of India Limited "Exchange Plaza" Bandra Kurla Complex Bandra (East) Mumbai 400 051 BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Fort Mumbai 400 001

Symbol: GRINDWELL

Scrip Code No. 506076

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/27/2019, dated February 8, 2019, please find enclosed Annual Secretarial Compliance Report for the financial year 2021-22 issued by Parikh & Associates, Practising Company Secretaries.

You are requested to kindly take the same on your records.

Thanking you,

Yours faithfully, For Grindwell Norton Limited

b. for

K. Visweswaran Company Secretary Membership No. A16123

Encl: As above





Secretarial Compliance Report of Grindwell Norton Limited for the year ended March 31, 2022

To,

Grindwell Norton Limited 5th Level, Leela Business Park, Andheri-Kurla Road Marol, Andheri East Mumbai – 400059

We Parikh & Associates have examined:

- a) all the documents and records made available to us and explanation provided by Grindwell Norton 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 March 31, 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 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 (including amendments, modifications from time to time), whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the company during the review period)
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;(Not applicable to the company during the review period)
- e) The 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) Regulations, 2021; (Not applicable to the company during the review period)

Continuation Sheet

- f) The <u>Securities and Exchange Board of India (Issue and Listing of Debt Securities)</u> <u>Regulations, 2008</u> and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review period)
- g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013; and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review period)
- h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; (Not applicable to the company during the review period) and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, 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, <u>except</u> in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	N	IL	Conclury

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its 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:

Continuation Sheet

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.	
	NIL				

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

Sr.	Observations	Observations	Actions taken	Comments of
No.	of the	made in the	by the listed	the Practicing
	Practicing	secretarial	entity, if any	Company
	Company	compliance		Secretary on
	Secretary in	report for the		the actions
	the previous	year ended		taken by the
	reports			listed entity
		(The years are		
		to be		
		mentioned)		
Not Applicable				

Place: Mumbai Date: May 06, 2022

For Parikh & Associates

MITESH	Digitally signed by MITESH DHAELWALA DR: c=IN, o=Personal, postalCode=400054,
DHABLIWAL	st-Maharashtra, 2.5.4.20-03dfeb1356-49c0a2dd48idd81e0a324 bccdda8397ae00205ac7cb12d65668b79, owsudowen-222Arx452224-£D2DF2347502
	1FoxFoF28C6DAC, arra Number-276ArAEssCao-4FA7001EBCF53 A4EDC03272033DEa0534831E40027F5254775
A	FA, cm-MITESH DHABLIWALA Date: 2022.05.06 11:13:42 +05:30

Name of the Practicing Company Secretary: Mitesh Dhabliwala

Mitesh Dhabliwala Partner FCS No.: 8331 CP No.: 9511 UDIN: F008331D000277567 PR No.: 1129/2021