



May 27, 2022

National Stock Exchange of India Ltd.
Exchange Plaza,
C-1, Block G Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip Code : ELGIEQUIP

Scrip Code : 522074

Through : Neaps/Digital Platform

Through : BSE Listing Centre

Dear Sir/Madam,

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

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the secretarial compliance report from a Practising Company Secretary for the year ended March 31, 2022.

This is for your information and records.

Yours faithfully,

For Elgi Equipments Limited

**S Prakash
Company Secretary**

Encl.: a/a

ELGI EQUIPMENTS LIMITED

Trichy Road, Singanallur, Coimbatore - 641005, Tamilnadu, India

T : +91 422 2589 555, W : www.elgi.com, Toll - free No : 1800-425-3544, CIN : L29120TZ1960PLC000351



"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

**Secretarial Compliance Report of M/s. Elgi Equipments Limited
for the year ended 31st March 2022**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019]

I, **M D Selvaraj (FCS 960 / CP.No.411)** of **M/s. MDS & Associates, Company Secretaries**, have examined:

- (a) all the documents and records made available to me and explanation provided by M/s. Elgi Equipments Limited (CIN: L29120TZ1960PLC000351) ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to BSE Limited and National Stock Exchange of India Limited ("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 31st 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 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 as applicable to the listed entity, 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015



- (d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- (f) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and
- (g) circulars/ guidelines issued thereunder.

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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 29(1) & (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates that the Company shall give prior intimation to the stock exchanges regarding meeting of the Board of Directors in which the proposal of recommendation of dividend is due to be considered	The Company has not given prior intimation to the Stock Exchange(s) regarding the consideration of recommendation of dividend by the Board of Directors of the Company at their meeting held on 21 st May 2021	BSE Limited and the National Stock Exchange of India Limited vide their respective letters dated 14 th June 2021 imposed a fine of Rs. 11,800/- (inclusive of GST) each on the Company. The Company has paid the requisite fine to the Stock Exchange(s) on 17 th June 2021.

- (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 my examination of those records.
- (c) The following are the details of actions taken against the listed entity 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
1	BSE Limited & National Stock Exchange of India Limited	The Company has not given prior intimation to the Stock Exchange(s) regarding the consideration of dividend by the Board of Directors of the Company at their meeting held on 21 st May 2021 as required under Regulation 29(1) & 29(2) of SEBI (Listing Obligations and Disclosure Requirements), 2015	BSE Limited and the National Stock Exchange of India Limited vide their respective letters dated 14 th June 2021 imposed a fine of Rs. 11,800/- (inclusive of GST) each on the Company.	The Company has paid the requisite fines to BSE Limited and the National Stock Exchange of India Limited on 17 th June 2021.

However, there were no actions taken against its promoters/ directors either by SEBI or by the Stock Exchanges under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

- (d) There were no observations made in the previous report pertaining to the financial year ended 31st March 2021 and hence, reporting under this clause (d) does not arise.
- (e) There was no event of appointment/ re-appointment/ resignation of statutory auditors of the Company during the period under review. Further, terms of appointment of its existing auditors are in compliance of Para 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18th October 2019.

Place : Coimbatore
Date : 13-05-2022

M. D. Selvaraj

M D SELVARAJ
MDS & Associates
Company Secretaries
FCS. No: 960; CP. No: 411
UDIN: F000960D000286025
Peer Review No. 985/2020

