

23rd May, 2022

The BSE Limited
Corporate Relationship Department
Floor 1, New Trading Ring
Rotunda Building, P.J. Towers
Dalal Street, Fort
Mumbai 400 001.
Scrip Code - 520057

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra - Kurla Complex
Bandra (E)
Mumbai 400 051.
Symbol - JTEKTINDIA; Series - EQ

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

Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are forwarding herewith the Annual Secretarial Compliance Report for the financial year 2021-22. You are requested to kindly take the above information on records. The report will also be available on the Company's website at <https://jtekt.co.in>.

Thanking you,

Yours faithfully,
For **JTEKT India Limited**


Ashish Srivastava
Company Secretary



SECRETARIAL COMPLIANCE REPORT OF JTEKT INDIA LIMITED (CIN: L29113DL1984PLC018415) FOR THE YEAR ENDED 31 MARCH 2022

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019]

I, have examined:

- all the documents and records made available to us and explanation provided by JTEKT India Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31 March 2022 ("Review Period") in respect of compliance with the provisions of:

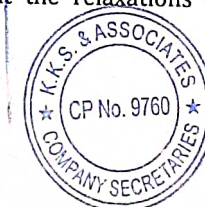
- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange 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 since there were no events requiring compliance during the Review 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 since there were no events requiring compliance during the Review Period*);
- 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(repealed w.e.f 13th August, 2021) (*Not Applicable since there were no events requiring compliance during the Review Period*);
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (repealed w.e.f 9th August, 2021) (*Not Applicable since there were no events requiring compliance during the Review Period*);
- Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013(*Not Applicable since there were no events requiring compliance during the Review Period*);
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participant) Regulation, 2018;

and based on the above examination, I hereby report that, during the Review Period:

- The listed entity has complied with the provisions of the above Regulations and Circulars/ Guidelines issued thereunder, (taking into account the relaxations and extension of time



granted by SEBI from time to time to the Listed Companies in view of the Covid 19 pandemic situation).

Sr.No	Compliance Requirement (regulations / Circulars / Guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	Regulation 17(1) of the Listing Regulations	Delay in Compliance	The composition of the Board has been complied with by the appointment of Mr. Masahiko Morimoto (DIN06933969) as a Non-Executive Independent Director of the Company.

- 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/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:

Sr.No	Action Take By	Details of Violation	Details of Action Take e.g. fines, warning letter, debarment etc.	Observations / Remarks of the Practicing Company Secretary, if any
1.	BSE Ltd. (BSE) & National Stock Exchange of India Ltd. (NSE)	Delay in compliance of Regulation 17(1) of Listing Regulations	BSE & NSE have levied fines of Rs. 7,84,700/- each (including GST)	The Company has made suitable representations seeking waiver of the fines in terms of Policy for exemption of fines levied as per the provisions of SEBI Standard Operating Procedure Circular, which are pending for consideration with the respective Stock Exchange.

- d) The listed entity has taken the following actions to comply with the observations made in previous reports: **No Observation were made in the previous reports**
- e) I, further, report that since there was no event of appointment/ re-appointment/ resignation of Statutory Auditor of the Listed Entity during the review period, therefore the compliance under circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 is not applicable for review period.

Place: New Delhi
Date: 20.05.2022
UDIN: f008493D000354300

For KKS & Associates

 Krishna Kumar Singh
 Practicing Company Secretary
 Membership no: F8493
 CP No. : 9760

To,
The Board of Directors,
JTEKT India Limited
UGF-6, Indraprakash
21, Barakhamba Road
New Delhi 110001.

Our report of even date is to be read along with this letter.

- a) Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- c) Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
- d) As regards the books, papers, forms, reports and returns filed by the Company under the above mentioned regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.

Place: New Delhi
Date: 20.05.2022



FOR KRS & ASSOCIATES
Company Secretaries


Krishna Kumar Singh
Proprietor
M. No. 8493