

Commercial Engineers & Body Builders Co. Limited



AN ISO/TS 16949:2009 Company
CIN-L24231MP1979PLC049375

Regd. Office : 48, Vandana Vihaar, Narmada Road, Gorakhpur, Jabalpur (M.P.) INDIA
Email Id – cs@cebbco.com, Website – www.cebbco.com, Tel – 07612661336

16.07.2020

The Secretary,
National Stock Exchange of India Ltd
'Exchange Plaza,' 5th Floor
Plot No. C/1, G. Block
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051
Fax No. 022-26598237/38,
66418124/25/26

The Secretary,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Fax No. 022-2272 3121/2272 2037

Sub: Annual Secretarial Compliance Report pursuant to SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 8, 2019

Dear Sir/Mam,

Please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended 31st March, 2020, issued by M/s. S. K Gupta & Co., Practicing Company Secretaries, Kanpur (U.P.) U/Reg 24A of SEBI (Listing Obligations & Disclosure Requirements). Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 8, 2019

This is for your kind information and record. Kindly acknowledge the receipt of the same and oblige.

Yours faithfully,

For COMMERCIAL ENGINEERS AND BODY BUILDERS CO. LIMITED


Amit K Jain
Company Secretary



Encl: As above

Factory (Unit I) : 21,22,33,34, Industrial Area Richhai, Jabalpur - 482010 M.P.,
Factory (Unit II) : NH12-A, Village Udaipura, Teh. Niwas, Distt. Mandla - 481661 M.P.,
Factory (Unit III) : Plot No. 690 to 693 & 751 to 756, Sector III, Industrial Area, Pithampur, Distt. Dhar,
Factory (Unit IV) : Industrial Area Richhai, Jabalpur - 482010 M.P.
Factory (Unit V) : Plot No. 742, Asangi Phase Area, Saraikela, Jharkhand - 932109
Factory (Unit VI) : Village Imlai, Near Deori Railway Station, P.O. Panagar, Jabalpur - 483220

To,
The Board of Directors
Commercial Engineers & Body Builders Co Limited,
48, Vandana Vihar, Narmada Road, Gorakhpur,
JABALPUR – 482001 (M.P.)

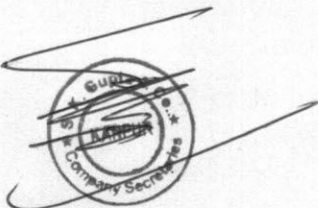
Sub: Annual Secretarial Compliance Report for the Financial Year 2019-2020

We have been engaged by **Commercial Engineers & Body Builders Co Limited (CIN: L24231MP1979PLC049375)** (hereinafter referred to as 'the Company') whose Equity shares are listed on National Stock Exchange of India Limited (Symbol: **CEBBCO**) and BSE Limited (Security Code: **533272**) to conduct an audit in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report for the Financial year ended 31st March, 2020.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and Circulars / Guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and Circulars / Guidelines issued thereunder from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a



S. K. Gupta & Co.
Company Secretaries

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Upper Floor, 37/17,
Westcott Building,
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manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. The Annual Secretarial Compliance Report is enclosed herewith.

For **S.K.Gupta & Co.**
Company Secretaries



(S.K.GUPTA)
Managing Partner
F.C.S -2589
CP-1920

Place: Kanpur
Date: 10th July, 2020

Encl: As above

**SECRETARIAL COMPLIANCE REPORT OF COMMERCIAL
ENGINEERS & BODY BUILDERS CO LIMITED**

(CIN: L24231MP1979PLC049375)

For the Year ended on 31st March, 2020

We have examined:

- (a) all the documents and records made available to us and explanations provided by **Commercial Engineers & Body Builders Co 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 31st March, 2020 ("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 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018 **[Not Applicable as there was no reportable event during the period under review];**
- (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 as there was no reportable event during the period under review];**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **[Not Applicable as there was no reportable event during the period under review];**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **[Not Applicable as there was no reportable event during the period under review];**



- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **[Not Applicable as there was no reportable event during the period under review];**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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:

Sl. No.	Compliance Requirement (Regulations / Circulars / Guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
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- (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:

Sl. 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.
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(d) The Listed entity has taken the following actions to comply with the observations made in previous reports:

Sl. No.	Observations of the Practicing Company Secretary in previous reports	Observations made in the Secretarial Compliance Report for the Financial year ended (The years are to be	Action taken by the Listed entity, if any.	Comments of the Practicing Company Secretary on the actions taken by the Listed entity



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Company Secretaries

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		<i>reported)</i>		
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For **S.K.Gupta & Co.**
Company Secretaries



(S.K.GUPTA)
Managing Partner
F.C.S-2589
CP-1920

UDIN: F002589B000438277

Place: Kanpur
Date: 10th July, 2020