

April 24, 2023

**Listing Department  
National Stock Exchange of  
India Limited**  
Exchange Plaza, Plot no. C/1,  
G Block, Bandra-Kurla Complex  
Bandra (E),  
Mumbai - 400 051

**Department of Corporate  
Services-Listing  
BSE Limited**  
Phiroze JeeJeebhoy Towers,  
Dalal Street,  
Fort,  
Mumbai – 400 001

**Scrip Code:** ORIENTELEC

**Scrip Code:** 541301

**Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2023.**

Dear Sir(s),

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report of Orient Electric Limited for the financial year ended March 31, 2023, as issued by M/s A. K. Labh & Co, Practicing Company Secretaries.

Kindly take the attached report on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,  
For **Orient Electric Limited**

Hitesh Kumar Jain  
**Company Secretary**  
Encl: a/a



**Secretarial Compliance Report of Orient Electric Limited**  
**for the year ended 31<sup>st</sup> March, 2023**

We, A. K. Labh & Co., *Company Secretaries*, have examined:

- (a) all the documents and records made available to us and explanation provided by **Orient Electric Limited** (CIN : L31100OR2016PLC025892) having its Registered Office at Unit VIII, Plot No. 7, Bhubaneshwar – 751 012, Odisha (“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 31<sup>st</sup> March, 2023 (“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 amended, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosures 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 (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
**Practising Company Secretary**



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

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Website : [www.aklabh.com](http://www.aklabh.com)

and circulars/ guidelines issued thereunder; and based on above examination, we hereby report that, during the Review Period:

- (a) The listed entity has compiled with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

| Sl. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Regulation/ Circular No. | Deviations | Action Taken By | Type of Action (Advisory/ Clarification/ Fine/ Show Cause Notice / Warning, etc.) | Details of Violation | Fine Amount | Observations / Remarks of the Practising Company Secretary | Management Response | Remarks |
|---------|---|--------------------------|------------|-----------------|---|----------------------|-------------|--|---------------------|---------|
| -       | -   | -                        | NIL        | -               | -   | -                    | -           | -  | -                   | -       |

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

| Sl. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Regulation/ Circular No. | Deviations | Action Taken By | Type of Action (Advisory/ Clarification/ Fine/ Show Cause Notice / Warning, etc.) | Details of Violation | Fine Amount | Observations / Remarks of the Practising Company Secretary | Management Response | Remarks |
|---------|---|--------------------------|------------|-----------------|---|----------------------|-------------|--|---------------------|---------|
| -       | -   | -                        | NIL        | -               | -   | -                    | -           | -  | -                   | -       |

*Note : Additional information as required vide Notices issued by the Stock Exchanges (BSE and NSE) in this regard has been provided in Annexure – A and forms an integral part of this report.*



Place : Kolkata  
Date : 24-04-2023

For A. K. LABH & Co.  
**Company Secretaries**

( CS A. K. LABH )

**Practising Company Secretary**

FCS – 4848 / CP No.- 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848E000174534



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## Annexure A

| Sr. No. | Particulars   | Compliance Status (Yes / No / NA) | Observations / Remarks by PCS |
|---------|---|-----------------------------------|-------------------------------|
| 1.      | <u>Secretarial Standards:</u><br><br>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).   | Yes                               |                               |
| 2.      | <u>Adoption and timely updation of the Policies:</u><br><br>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities<br><br>• All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.  | Yes<br><br>Yes                    |                               |
| 3.      | <u>Maintenance and disclosures on Website:</u><br><br>• The Listed entity is maintaining a functional website<br><br>• Timely dissemination of the documents/information under a separate section on the website<br><br>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website | Yes<br><br>Yes<br><br>Yes         |                               |
| 4.      | <u>Disqualification of Director:</u><br><br>None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013  | Yes                               |                               |



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|    |  |                  |   |
|----|--|------------------|---|
| 5. | <u>To examine details related to Subsidiaries of listed entities:</u><br><br>(a) Identification of material subsidiary companies<br><br>(b) Requirements with respect to disclosure of material as well as other subsidiaries  | N.A.<br><br>N.A. | The Company had no subsidiary during the financial year under report. |
| 6. | <u>Preservation of Documents:</u><br><br>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI (LODR) Regulations, 2015  | Yes              |   |
| 7. | <u>Performance Evaluation:</u><br><br>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations   | Yes              |   |
| 8. | <u>Related Party Transactions:</u><br><br>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions<br><br>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee | Yes<br><br>N.A.  | No such case was reported during the financial year under report.     |
| 9. | <u>Disclosure of events or information:</u><br><br>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI (LODR) Regulations, 2015 within the time limits prescribed thereunder   | Yes              |   |



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|     |  |     |  |
|-----|--|-----|--|
| 10. | <u>Prohibition of Insider Trading:</u><br><br>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015   | Yes |  |
| 11. | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u><br><br>No Actions taken against the listed entity/ its promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder | Yes |  |
| 12. | <u>Additional Non-compliances, if any:</u><br><br>No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.  | Yes |  |

