



30<sup>th</sup> May, 2023

<b>To, The General Manager, Department of Corporate Services, BSE Limited, 1st Floor, New Trading Ring, Rotunda Bldg, P.J. Tower, Dalal Street, Mumbai – 400001 BSE Scrip Code: 500083</b>	<b>To, The Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051 NSE Scrip Code: CENTEXT EQ</b>
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**Sub:- Annual Secretarial Compliance Report for the year ended March 31, 2023**

Dear Sir/Madam,

Pursuant to the Regulations 24A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith Annual Secretarial Compliance Report for the year ended March 31, 2023.

Kindly take the same into record.

Thanking you,

Yours faithfully,  
For **Century Extrusions Limited**

**RAJAN  
SINGH**

Digitally signed by  
RAJAN SINGH  
Date: 2023.05.30 14:57:28  
+05'30'

**Rajan Singh  
(Company Secretary & Compliance officer)**

**Encl: as above**

## Century Extrusions Limited

Regd. & Head Office :  
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"N" Block, 2nd Floor  
Kolkata -700 016 (W.B.), India  
Ph. + 91 (033) 2229 1012/1291  
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E. Mail : century@centuryextrusions.com  
Website : www.centuryextrusions.com



Works :  
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Plot No. 7A, Sector 'B' NIMPURA  
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Fax : +91 (03222) 233 304  
E. mail : works@centuryextrusions.com

CIN : L27203WB1988PLC043705



**SHRUTI AGARWAL**

PRACTISING COMPANY SECRETARY

Mobile : +91-93308 26989

E-mail ID : cs.agarwalshruti@gmail.com

**Annual Secretarial Compliance Report of Century Extrusions Limited**  
**for the financial year ended 31<sup>st</sup> March, 2023**  
**(Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations,**  
**2015)**

To,  
**Century Extrusions Limited**  
113, Park Street, 'N' Block  
2<sup>nd</sup> Floor, Kolkata-700016

I, Shrut Agarwal, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by **Century Extrusions Limited** ("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 (including amendments, modifications from time to time, 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, as amended from time to time;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time; *[Not applicable during the Review Period]*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder; as amended from time to time;
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *[Not applicable during the Review Period]*



Office : Marshall House, 2nd Floor, Room No. 240, 33/1, N.S. Road, Kolkata - 700 001

- (f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [erstwhile SEBI (Share Based Employee Benefits) Regulations, 2014]; **[Not applicable during the Review Period]**
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **[Not applicable during the Review Period]**
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **[Not applicable during the Review Period]**
- (i) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 1993
- (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<u>Secretarial Standards:</u>  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	None
2.	<u>Adoption and timely updation of the Policies:</u>  • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities  • 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	None
3.	<u>Maintenance and disclosures on Website:</u>  • The Listed entity is maintaining a functional website  • Timely dissemination of the documents/ information under a separate section on the website  • 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	None





4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	N.A. N.A.	The Listed Entity does not have any material subsidiary.
6.	<u>Preservation of Documents:</u> 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	None
7.	<u>Performance Evaluation:</u> 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	None
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (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 N.A.	None No such case was reported during the financial year under report.
9.	<u>Disclosure of events or information:</u> 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	None
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> Action 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	No	As per Regulation 17(1) of the SEBI (LODR), 2015.- the top 2000





<p>through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder, during the year 2021-22.</p>	<p>listed entities (with effect from April 1, 2020) shall comprise of not less than six directors. Accordingly, Number of the board member was 5 i.e. less than six since the quarter ended September, 2021. Accordingly, the exchanges have imposed penalty vide issued letter:</p> <p><b>By NSE-</b></p> <p>1. Letter No. NSE/LIST-SOP/COMB/FIN ES/0825 dated November 22, 2021, for amounting Rs.542800/- (including GST) for the quarter ended September, 2021.</p> <p>2. Letter No. NSE/LIST-SOP/COMB/FIN ES/0832 dated February 21, 2022, for amounting Rs.542800/- (including GST) for the quarter ended December, 2021.</p> <p>Also the Demat accounts of the</p>
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		<p>Promoters of the Company has been freezed.</p> <p><b>By BSE- 1.</b> The Exchanges have imposed penalty vide letter no. SOP- CReview-(21-Feb-2022) Received Vide mail dated 21-02-2022.</p> <p>2.SOP-Reminder-December 2021 Recd. Vide mail dated 09-03-2022, Rs. 542800/- (including GST). for the quarter ended December 2021.</p> <p>Also the demat accounts of the promoters of the company has been freezed.</p> <p><b>Response</b> The company has appointed two (2) New Directors in their Board dated 11.01.2022. After the said appointment, the board has 6 members.</p> <p>Further the company has submitted on various dated, the waiver application for consideration to waived the</p>
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			imposed penalty to the exchanges and it is still in progress and not resolved yet.
12.	<u>Additional Non-compliances, if any:</u>  No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	None

**Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019:**

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	There was no event of reappointment/resignation of Statutory Auditors of the Listed Entity during the review period.
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	<b>Appointment of Statutory Auditors:</b> The terms of appointment of previous Statutory Auditors of the Company, M/s. A.K. Meharia & Associates, Chartered Accountants was completed in the 34 <sup>th</sup> AGM held in the year 2022.
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	Subsequently, the Board and shareholders have approved the appointment of new Statutory Auditors, M/s. Alps & Co., as a Statutory Auditor of the Company for the term of 5 consecutive years (Financial Year 2022-23 to 2026-27). They have issued the Limited Review/Audit Report for the relevant quarter during their tenure.



2.	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p>	N.A.	There was no event of resignation of Statutory Auditors of the Listed Entity during the review period.





Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
	<p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 <sup>th</sup> October, 2019.	N.A.	There was no event of resignation of Statutory Auditors of the Listed Entity during the review period.



Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Regulation 17(1) of the SEBI (LODR), 2015. -The composition of board of directors of the listed entity. (c) The board of directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors. Accordingly the board member was 5 i.e. less than six since the quarter ended September, 2021. Accordingly the exchanges have imposed penalty vide issued letter By NSE- 1. Letter No. NSE/LIST-SOP/COMB/FINES/0825, dated	Regulation 17(1) of the SEBI (LODR), 2015.	As per Regulation 17(1) of the SEBI (LODR), 2015.- the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors. Accordingly Number of the board member was 5 i.e. less than six since the quarter ended September, 2021. Accordingly the exchanges have imposed penalty vide issued letter By NSE- 1. Letter No. NSE/LIST-SOP/COMB/FINES/0825, dated	National Stock Exchange of India Limited & BSE Limited	Penalty	As per Regulation 17(1) of the SEBI (LODR), 2015.- the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors. Accordingly Number of the board member was 5 i.e. less than six since the quarter ended September, 2021.	NSE- Rs. 542800/- (including GST), for the quarter ended September, 2021 and BSE- Rs. 542800/- (including GST), for the quarter ended December, 2021. Accordingly Number of the board member was 5 i.e. less than six since the quarter ended September, 2021.	The company has appointed two (2) New Directors in their Board dated 11.01.2022. Details of the appointed directors. 3. Deepankar Bose (DIN-09450920) and it is still in progress and not resolved yet. After the said appointment currently the board has 6 members. Further the company has submitted on various dated, the waiver application for consideration to waived the imposed penalty, to the exchanges	The company has submitted on various dated, the waiver application for consideration to waived the imposed penalty, to the exchanges	The company has appointed two (2) New Directors in their Board dated 11.01.2022. Details of the appointed directors. 5. Deepankar Bose (DIN-09450920) 6. Bishwanath Choudhary (DIN-02313294) After the said appointment currently the board has 6 members. Further the company has submitted on various dated, the waiver application for consideration to waived the imposed penalty, to the exchanges





			NSE/LIST-SOP/COMB/FINES/082 5, dated November 22, 2021.					the imposed penalty, to the exchanges and it is still in progress and not resolved yet.	the exchanges and it is still in progress and not resolved yet.
			2. Letter No. NSE/LIST-SOP/COMB/FINES/083 2 dated February 21, 2022.						
			By BSE- 1. SOP- CReview- (21-Feb-2022) Recd. Vide mail dated 21-02-2022.						
			2.SOP- Reminder- December 2021 Recd. Vide mail dated 09-03-2022.						

(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 my examination of those records on sample basis.

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



(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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
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Place: Kolkata  
Date: 30.05.2023



**Shruti Agarwal**  
Practicing Company Secretary  
ACS No. : 38797  
C P No.: 14602

UDIN: A038797E000421509

Peer Review No.: 3206/2023