



# LGB FORGE LIMITED

Admin Office : 8/1238, Trichy Road,  
Coimbatore - 641 018.  
Tel : 0422 4951884

<b>BSE Limited</b> Phiroze Jeejeeboy Towers Dalal Street Mumbai 400 001  <b>Script Code: 533007</b>	<b>National Stock Exchange Of India Ltd</b> "Exchange Plaza" Bandra Kurla Complex Bandra (E), Mumbai 400 051  <b>Symbol: LGBFORGE</b>
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LGBFORGE/SECRETARIAL/EXCHANGE

June 30, 2021

Dear Sirs,

**Sub: Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2021**

In Compliance to the SEBI Circular No: CIR/CFD/CMD1/27/2019 dated February 8, 2019, We are enclosing herewith the Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2021, issued by M/s. P. Eswaramoorthy and Company, Company Secretaries in the format prescribed under the said circular.

Kindly take the same on record.

Thanking You,  
Yours faithfully,  
For LGB Forge Limited

R.Ravi  
Company Secretary & Compliance Officer  
ACS No : 23125



# P. Eswaramoorthy and Company

Company Secretaries

 P. Eswaramoorthy B.Sc., LLB., FCS.,

## Secretarial Compliance Report of LGB Forge Limited for year ended 31<sup>st</sup> March, 2021

I, **P Eswaramoorthy (FCS 6510, CP No. 7069)** of M/s. P Eswaramoorthy and Company, Company Secretaries have examined:

- (a) all the documents and records made available to me and explanation provided by LGB Forge 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 31<sup>st</sup> March, 2021 (herein after referred as "review period") in respect of compliance with the provisions of:
  - (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - (ii) 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:-

- (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;
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars / guidelines issued by various Authorities whatever applicable thereunder;

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

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder;
- (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) No action was taken against the Listed Entity / its Promoters / Directors / 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.
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	NA	One of the Executive Director was continued in the Nomination and Remuneration Committee as member (Originally he was a Non Executive Director and he was appointed as an Executive Director on 29.01.2018) along with three Independent Non-Executive Directors which was not in line with regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.	Upon receipt of notice from BSE and NSE, the Executive Director resigned from the Committee immediately on 24.10.2019 and the Company has reconstituted the Nomination and Remuneration Committee in line with the requirements of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on 01.11.2019. NSE & BSE levied fine for the said non compliance. The company has made Representation before the Committee for Reviewing Representations for Waiver of	The Listed Entity has Complied with the relevant rules, regulations etc.



			<p>Fines Levied under Standard Operating Procedure (SOP).</p> <p>The BSE Committee after considering the facts of the case and the company's representation decided to waive the fines levied for non compliance with Regulation 19 (1) of SEBI (LODR), 2015 as Mr. Rajvirdhan did not participate in the NRC meetings held on 29/01/2018 and on 30/04/2019 vide their mail dated 08/07/2020. However, NSE has not waived the fine and the Company has paid the fine.</p>	
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- (e) There was no event of appointment/re-appointment/resignation of Statutory Auditor of the listed entity during the period under review. Further, the listed entity has modified the terms of appointment of its existing Statutory Auditor in compliance of the Para 6(A) and 6(B) of the SEBI Circular No.CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019.

**P. ESWARAMOORTHY AND COMPANY**  
Company Secretaries



*[Handwritten Signature]*

Place: Coimbatore  
Date: 29.06.2021  
UDIN: F006510C000539460  
Peer review Cert. No.933/2020

P. Eswaramoorthy  
Proprietor  
FCS No.: 6510, CP No.: 7069