

CG Power and Industrial Solutions Limited

Registered Office:
CG House, 6th Floor, Dr Annie Besant Road, Worli, Mumbai 400 030, India
T: +91 22 2423 7777 F: +91 22 2423 7733 W: www.cgglobal.com
Corporate Identity Number: L99999MH1937PLC002641



Smart solutions.
Strong relationships.

Our Ref: COSEC/61/2021-22

29th June, 2021

By portal

The Corporate Relationship Department

BSE Limited
1st Floor, New Trading Ring
Rotunda Building,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Scrip Code : 500093

The Assistant Manager – Listing

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex
Bandra (East)
Mumbai 400 051

Scrip Id : CGPOWER

Dear Sir/Madam,

Sub.: Annual Secretarial Compliance Report for the year ended 31st March, 2021

In compliance with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed copy of Annual Secretarial Compliance Report dated 29th June, 2021 for the financial year ended 31st March, 2021 issued by Mr. Mitesh Dhaliwala from Parikh and Associates, Practicing Company Secretary.

We would appreciate if you could take the same on record and acknowledge receipt thereof.

Yours faithfully,
For **CG Power and Industrial Solutions Limited**

P Varadarajan
Company Secretary and Compliance Officer

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office

111, 11th Floor, Sai-Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Industrial
Estate, Off Link Road, Above Shabari
Restaurant, Andheri (W), Mumbai :
400053

Tel No 26301232 / 26301233

Email: cs@parikhassociates.com
parikh.associates@rediffmail.com

Secretarial Compliance Report of CG Power and Industrial Solutions Limited for the year ended March 31, 2021

To,
CG Power and Industrial Solutions Limited
6th Floor CG House, Annie Besant Road, Worli,
Mumbai - 400030

We, Parikh & Associates have examined:

- a) all the documents and records made available to us and explanation provided by **CG Power and Industrial Solutions Limited** ("the listed entity" or 'the Company'),
- 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 March 31, 2021 ("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, 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;
- 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 to the Company during the review period)
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the review period)

Continuation Sheet

- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the Company during the review period)
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; and circulars/ guidelines issued thereunder;

and based on the above examination, and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby report that, during the Review Period:

- a) The listed entity has generally 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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Disclosure of events or information under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	As per Regulation 30 read with Part A of Schedule III of SEBI (LODR) Regulations, 2015 Outcome of the Board Meetings held on June 27, 2020 has not been submitted within the time frame of thirty Minutes from the conclusion of the Board Meeting.	The outcome of Meetings of the board of directors held on June 27, 2020 has been submitted to the exchanges beyond the time frame of thirty Minutes from the conclusion of the meeting.
2.	As per Regulation 33(3)(h) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the listed entity shall ensure that, for the purposes of quarterly consolidated financial results, at least eighty percent of each of the consolidated revenue, assets and profits, respectively, shall have been subject to audit or in case of unaudited results, subjected to limited review	Financial results for the quarters June 2020, September 2020 and December 2020 were not subjected to limited review by the Auditors.	At least eighty percent of each of the consolidated revenue, assets and profits, respectively of the quarterly financial results for the quarters June 2020, September 2020 and December 2020 have not been subjected to limited review by the Statutory Auditors as was disclosed in the notes to financial statements of the respective quarters.

- 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:

Sr. 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.
NIL				

- 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 <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The listed entity has not submitted the Annual Audited Financial Results for the year ended March 31, 2020 to the stock exchanges within sixty days of the end of the financial year and also not submitted financial results for the quarter ended June 30, 2019 and September 30, 2019 to the stock exchanges within forty-five days of end of each quarter.	Financial year ended March 31, 2020	The Company has complied with the required compliances subsequently and paid the necessary penalty to the Stock Exchanges.	--
2.	As per Regulation 30 read with Part A of Schedule III of SEBI (LODR) Regulations, 2015 Outcome of the Board	Financial year ended March 31, 2020	The Company has complied with the required	--

	Meetings has not been submitted within the time frame of thirty Minutes from the conclusion of the Board Meeting.		compliances subsequently.	
3.	Disclosure of Related Party Transactions was submitted for the full Financial Year 2018-2019.	Financial year ended March 31, 2020	The Company has complied with the required compliances subsequently.	--
4.	The listed entity shall ensure that, for the purposes of quarterly consolidated financial results, at least eighty percent of each of the consolidated revenue, assets and profits, respectively, shall have been subject to audit or in case of unaudited results, subjected to limited review.	Financial year ended March 31, 2020	-	--

SEBI vide its letter dated September 04, 2020 approved the Company's application under Regulation 102(1)(d) of the SEBI Listing Regulations for relaxation from strict enforcement of certain provisions of Regulation 31A of the SEBI Regulations for reclassification of the erstwhile promoters of the Company to Public category.

For Parikh & Associates

Place: Mumbai

Date: June 29, 2021

Signature:
**MITESH
DHABLIWALA**

Name of the Practicing Company Secretary: Mitesh Dhabliwala

Digitally signed by MITESH DHABLIWALA
DN: cn=IN, o=Personal, postalCode=400056, st=Maharashtra,
2.5.4.20=93dfe8136c49c0a2dd48dd81e0a324bccdda8397ae00205ac7cb12
d6b568b7f9,
pseudonym=222A764E922364ED9DF23475021F08E0E28C6DAC,
serialNumber=276A7AE95C804FA7001EBCF53A8EDC03272635DE8055885
1E40027F5756775FA, cn=MITESH DHABLIWALA
Date: 2021.06.29 12:02:55 +05'30'

FCS No.:8331

C P No.:9511

UDIN: F008331C000535242