

# S. E. POWER LIMITED

CIN : L40106GJ2010PLC091880

Date: 21<sup>st</sup> May, 2022

The Manager  
Department of Corporate Relationship  
**BSE Limited**  
25 P. J. Towers, Dalal Street  
Mumbai-400001

The Asstt. Vice President  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai-400051

**Ref.: Scrip Code: 534598**

**Scrip Symbol: SEPOWER**

**Sub.: Annual Secretarial Compliance Report for the year ended March 31, 2022.**

Dear Sir,

Please find enclosed herewith Annual Secretarial Compliance Report for the year ended March 31, 2022 under Regulation 24A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/ CMDI/27/ 2019 dated February 8, 2019.

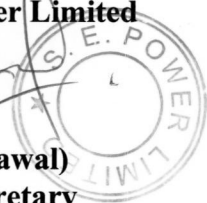
Please take the same on record.

Thanking You,

Yours Faithfully,  
**For S. E. Power Limited**

  
**(Saurabh Agrawal)**  
**Company Secretary**

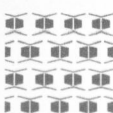
**Encl.: As above**



Registered Office & Works

54/B, Pratapnagar, Jarod - Savli Road, Samlaya, Vadodara - 391520, Gujarat, India.

Phone +91 2667 251566 | E-mail : info@phoenixrubberreborn.com | website : www.sepower.in



**SECRETARIAL COMPLIANCE REPORT OF S. E. POWER LIMITED  
FOR THE YEAR ENDED 31ST MARCH, 2022**

**[Under Regulation 24A of Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015  
read with SEBI circular no. CIRICFD/CMDI12712019 dated February 8, 2019]**

**We, Satish Jadon & Associates, Company Secretaries, have examined:**

- a) all the documents and records made available to us and explanation provided by S. E. Power 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" March, 2022 ("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; **(Not Applicable to the Company during the Review period)**
- 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)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008; **(Not Applicable to the Company during the Review period)**



- 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) Other regulations as applicable

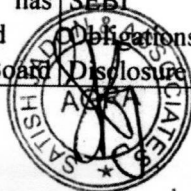
**and based on the above examination, we hereby report that during the Review Period:**

- a) The listed entity has complied with all the provisions of the above Regulations and circulars/guidelines issued thereunder.

Sr. No.	Compliance Requirement (Regulation/ Circulars/ Guidelines including specific clause)	Deviation	Observation/Remarks of the Practicing Company Secretary
NIL			

- 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 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 actions taken i.e. fines, warning letter, debarment etc.	Observation /Remarks of the Practicing Company Secretary
1	National Stock Exchange of India Limited (NSE)	It is observed in the Corporate Governance Report submitted by the Company to the Exchange for the quarter ended June 30, 2020 that the Independent Director(s) on the Board of the Company has resigned/ceased from the Board	NSE dated July 30, 2020 issued a letter No. NSE/LISTCOMP/21869 regarding non-Compliance observed in Corporate Governance Report submitted under Regulation 27(2) of SEBI (Listing Obligations and Disclosures	During the period under review, it is observed that the NSE has imposed a fine of Rs. 5,36,900/- & Rs. 3,83,500/- pursuant to the Regulation 17(1)(c) of SEBI (LODR) Regulations, 2015. Company informed that it has made various submissions to the Exchange for



		<p>during the quarter ended June 30, 2020 rendering non compliance in the Composition of Board of Directors, Audit Committee, Nomination and Remuneration Committee with requirements of SEBI (LODR) Regulations, 2015. Further pursuant to Regulation 17(1)(c) The Board of Directors of top 2000 listed entities with effect from April 1, 2020 shall comprise of not less than six Directors and according to the list of top 2000 listed entities based on market capitalization as on December 31, 2019 issued by Stock Exchange(s), the Company was falling under the list of top 2000 entities listed on the Exchange(s). Accordingly, the Company has failed to comply with requirement of Regulation 17(1)(c) of SEBI (LODR) Regulations, 2015 for not having six Directors on the Board of the Company</p>	<p>Requirements), Regulations, 2015 pertaining to Regulation 17 for not having at least Six Directors on the Board and advised to ensure the compliance with SEBI (LODR) Regulations, 2015. Further NSE vide letter NSE/LIST-SOP/CG/FINES/101 661 dated August 20, 2020 issued a Notice for non compliance with Corporate Governance requirements of SEBI (LODR) Regulations, 2015 imposing a fine under Regulation 17(1) for the quarter ended June 30, 2020 of Rs. 5000/- per day for 91 days of non compliance/delay compliance amounting to total fine of Rs. 5,36,900/- (inclusive of 18% GST). NSE vide letter NSE/LIST-SOP/COMB/FINES/0810 dated November 17, 2020 issued a Notice for non compliance with SEBI (LODR) Regulations, 2015 imposing a fine under Regulation 17 for the quarter ended September 30, 2020</p>	<p>waiving of the fine. Company further informed that it has made appeal against the fine imposed by NSE before Ld. Securities Appellate Tribunal on 05.05.2021. Ld. SAT vide its interim order 12.05.2021 had directed the company to deposit 50% amount of fine within 4 weeks, subject to outcome of appeal. Company has deposited the amount on 3<sup>rd</sup> June 2021. Company further informed that matter was still pending on March 31, 2022.</p>
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		April 1, 2020 to September 3, 2020.	of Rs. 5000/- per day for 65 days of non compliance/delay compliance amounting to total fine of Rs. 3,83,500/- (inclusive of 18% GST).	
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- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

S. No.	Observations of the Practicing Company Secretary in previous report	Observations made in secretarial compliance report for the year ended March, 31st 2022	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL			

Date : 20-05-2022

Place : Agra

For Satish Jadon & Associates  
Company Secretaries



(SATISH KUMAR JADON)

Proprietor

Membership No. F9512

CoP No. 9810

P. R. UIN : 1028/2020

UDIN: F009512D000354967