



**India Nippon Electricals Ltd**

**REGD. OFFICE**

# 11 & 13, Patullos Road, Chennai - 600 002

**Tel :** +91 44 28460073, **Email :** inelcorp@inel.co.in

**CIN :** L31901TN1984PLC011021

June 26, 2021

**The Manager-Listing Department**  
**National Stock Exchange of India Ltd**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot no C 1,  
G Block, IFB Centre, Bandra Kurla Complex,  
Bandra (East), Mumbai 400051  
Scrip: **INDNIPPON**  
NEAPS-online filing

**BSE Ltd**  
Phiroze Jee Jee Towers  
Dalal Street,  
Mumbai 400001  
Scrip: **532240**  
BSE Listing Centre (online)

Dear Sirs/ Madam,

Pursuant to Regulation 24A (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CMD1/P/CIR/2021/556 dated 29<sup>th</sup> April, 2021 extending the due date till 30<sup>th</sup> June 2021 for submitting the Annual Secretarial Compliance Report for the year 2020-21, we are attaching herewith the Secretarial Compliance Report for the year ended 31st March 2021 issued by Ms. B Chandra (ACS No.20879/ CP No.7859), Practicing Company Secretary and Secretarial Auditor of the Company.

Thanking you

Yours Sincerely  
**For India Nippon Electricals Ltd**

**G VENKATRAM**  
**Company Secretary**

Encl.: As above



**Secretarial compliance report of  
INDIA NIPPON ELECTRICALS LIMITED for the year ended 31.03.2021**

I/We, B Chandra, Practising Company Secretary holding Certificate of Practice No.7859 have examined:

- (a) all the documents and records made available to us and explanation provided by India Nippon Electricals Limited (CIN L31901TN1984PLC011021),
- (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 31.03.2021 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");

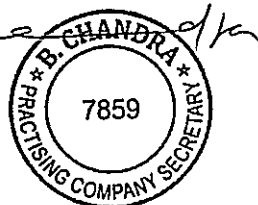
The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

The company, during the year, was not required to comply with the following regulations and consequently not required to maintain any books, papers, minute books or other records or file any forms/ returns under:

- a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018
- b. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014
- c. The Securities and Exchange Board of India (Issue and Listing of Debt securities) Regulations 2008

AG 3, RAGAMALIKA,  
No.26, Kumaran Colony Main Road,  
Vadapalani,  
Chennai - 600026.



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d. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013;

e. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018

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

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder other than the following:

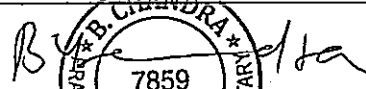
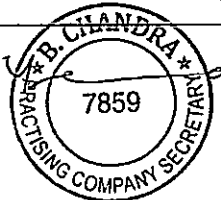
Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
01	Regulation 23 of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015	Prior approval of the Audit committee was not obtained for some of the Related party transactions which is very insignificant as a percentage.	Few transactions were carried out under agreements which were approved/ratified by the Audit and Risk Management Committee subsequent to the transactions. However, the transaction was carried out in the same terms as per the agreement. For other transactions the same were ratified in the immediately following meeting of Audit and Risk Management Committee.

Under Regulation 30 read with schedule III Part A of LODR, Record date for declaration of Interim dividend for 20-21 was fixed as 9<sup>th</sup> April 2021 by the board. However, the record date was inadvertently intimated to Stock Exchanges as 8<sup>th</sup> April 2021 within 30 minutes of the conclusion of board meeting. Later during the day, revised record date was intimated to the Stock Exchange as 9<sup>th</sup> April 2021.

(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/our examination of those records.

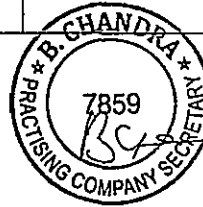
(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	of	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. (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
01	Pursuant to Regulation 23, Prior approval of the Audit committee is not obtained for some of the Related party transactions which are insignificant as a percentage	2019-20	The Audit committee has since ratified the transactions	The same has been ratified
02	Under 27(2) regarding Corporate Governance report filed, the Directorship of Mr T K Balaji in the September 2019 Corporate Governance report is mentioned wrongly	2019-20	The same has since been rectified in the subsequent quarter	No comments; since rectified in the subsequent quarter.



Place: Chennai  
Date: 25.06.2021

Signature:   
Name of the Practising Company Secretary B CHANDRA  
ACS No.: 20879  
C P No.: 7859  
UDIN A020879C000514361  
Peer review no I2008TN611500