



Since 1907

Diverse Technology Integrated Approach

Jost's Engineering Company Limited

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To,
The Secretary,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

18th May, 2024

Scrip Code- 505750

Subject: Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2024

Ref: SEBI Circular No. CIR/CFD/CMD1/27 /2019 dated February 08, 2019.

Dear Sir/ Madam

In compliance with the aforementioned SEBI Circular, please find attached the Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2024 issued by M/s Akshay Gupta & Co., Company Secretaries.

Please take the above disclosure on record.

Thanking you,

Yours Faithfully,
For Jost's Engineering Company Limited

Babita Kumari
Company Secretary and Compliance Officer
M. No: A40774

Encl: As above



**SECRETARIAL COMPLIANCE REPORT OF JOSTS ENGINEERING COMPANY
LIMITED FOR THE YEAR ENDED 31ST MARCH, 2024**

I, Akshay Gupta, Company Secretary in whole time Practice have examined:

- a. all the documents and records made available to us and explanation provided by the Josts Engineering Company 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 Report,

For the Financial year ended 31st March, 2024 ("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. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- ***(Not applicable to the company during the audit period);***
- e. The Securities and Exchange Board of India (Share Based Employee Benefits and sweat Equity) Regulations, 2021- ***(Not applicable to the company during the audit period);***

The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- ***(Not applicable to the company during the audit period);***





- g. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible securities) Regulations, 2021- **(Not applicable to the company during the audit period)**;
- h. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i. The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018.

and circulars/ guidelines issued thereunder;

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, 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 (Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning, etc.)	Details of violation	Fine amount	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA





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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports (PCS)	Observations made in the secretarial compliance report for the year ended 31.03.2023	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	Penalty is paid to BSE Limited for Non-compliance/ delayed disclosure pursuant to Regulation 23 of SEBI (LODR) Regulations, 2015 of Related Party Transaction.	Penalty is paid to BSE Limited for Non-compliance/ delayed disclosure pursuant to Regulation 23 of SEBI (LODR) Regulations, 2015 of Related Party Transaction.	Regulation 23 of SEBI (Listing Obligations and Disclosure Requirement) regulation 2015 relating to disclosure of Related Party Transaction on half yearly basis within 15 days of publication of its Standalone and Consolidated Financial Results	Violation: Non-compliance with disclosure of related party transactions on consolidated basis. Deviation: Delay in filing of Related Party Transaction disclosure. Action Taken: Imposition of Penalty on Company of Rs. 17,700 by Bombay Stock Exchange (BSE).	Penalty is paid by the Company to BSE Limited.	Penalty is paid to BSE Limited for delayed disclosure.





I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: 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	-
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entitiesAll the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	YES YES	- -
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/ information under a separate section on the websiteWeb-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website	YES YES YES	- - -





4.	Disqualification of Director (s): None of the Director(s) of the Listed Entity is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	-
5	Details related to Subsidiaries of listed entities have been examined w.r.t.: a) Identification of material subsidiary companies b) Disclosure requirement of material as well as other subsidiaries	YES YES	- -
6	Preservation of Documents: 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	-
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	YES	-
8	Related Party Transactions: 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	The listed entity has obtained Prior approval of audit Committee for all Related Party Transaction, and there has been no such RPT where the prior approval has not been obtained, hence the question of subsequent





			approval/ratification/rejection not arose.
9	Disclosure of events or information: 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	-
10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	-
11	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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 through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	NA	During the reporting period under review, no action(s) has been 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 through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder. Hence, the said clause is not applicable to the listed entity.
12	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or	NA	During the reporting period under review, there is no such event reported, hence the said clause is not applicable to the listed entity.





	its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.		
13	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No additional non-compliances are observed/reported during the reporting period under review as per the explanations and confirmations provided by the management of the Company.

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity

**FOR AKSHAY GUPTA & COMPANY
COMPANY SECRETARIES**



CS AKSHAY GUPTA
PROPRIETOR
M.NO.: F12960
COP NO.: 21448
PEER REVIEW NO.: 1872/2022
UDIN : F012960F000389371
DATE : 17.05.2024
PLACE : KOTA