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**Annual Secretarial Compliance Report of JBM Auto Limited**  
**for the Financial year ended 31<sup>st</sup> March 2021**

(In Compliance with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

To,

**JBM Auto Limited**

Regd. Office: 601, Hemkunt Chambers,

89, Nehru Place, New Delhi -110019

We have examined (Due to Covid-19 pandemic impact, the required documents were obtained in electronic mode and accordingly verification was done) the following:

- (a) all the documents and records made available to us and explanation provided by M/s JBM Auto 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 ("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 (to the extent possible in the prevailing conditions caused by the Covid-19 pandemic) 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; (No event took place under this Regulation during the Audit 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; (No event took place under this Regulation during the Audit period).
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (No event took place under this Regulation during the Audit period).
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the company during Audit 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 Audit Period).
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

and circulars/ guidelines issued thereunder and based on the above examination, We 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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Payment of Listing fee to Stock Exchanges as per Regulation 14 of the SEBI (LODR) Regulations, 2015	Late payment of listing fee to BSE & NSE	Listing fee was paid to BSE & NSE on 7 <sup>th</sup> September, 2020. It was to be paid by 30 <sup>th</sup> June 2020.
2.	Chapter IV – Reg. – 30(6) read with clause 4 sub-clause (a) & (h) of Part A of Schedule III of the SEBI (LODR) Regulations, 2015	Late reporting of the Outcome of the Board meeting held on 30 <sup>th</sup> June, 2020	Outcome of the Board Meeting was reported to BSE at 01:44 P.M. and to NSE at 01:57 P.M. with a delay of 9 minutes and 22 Minutes respectively.
3.	Sub Clause 2 of Clause 4 of Schedule B of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Late intimation of closure of Trading Window to Stock exchanges(BSE/NSE).	Trading Window of the Company was closed starting 01 <sup>st</sup> July, 2020 however intimation to Stock Exchanges was given on 04 <sup>th</sup> July, 2020.

- (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.



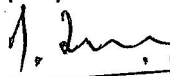
- (c) From the examination of the records of the listed entity and website of stock exchanges and information received from the listed entity, there are no actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under.

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
Not Applicable				

- (d) There was no observation in the report of Financial Year 2018-19. During the previous year financial year 2019-20, there was one observation in the report. As to the observation, the listed entity has made the default good as detailed hereunder:-

In terms of Regulation 17(1)(b) and 25(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, after the completion of the term of Mr. Ashok Kumar Agarwal as an Independent Director on 31<sup>st</sup> March 2019, the listed entity was required to appoint another Independent Director till 30<sup>th</sup> June 2019. The listed entity had appointed Mr. Praveen Kumar Tripathi (DIN: 02167497) as an Independent Director on 11<sup>th</sup> July 2019.

For Dhananjay Shukla & Associates  
Company Secretaries

  
Dhananjay Shukla  
Proprietor



FCS-5886, CP No. 8271  
UDIN:F005886C000546217

Date: 30<sup>th</sup> June 2021  
Place: Gurugram