

  
**LMW®**  
**LAKSHMI MACHINE WORKS LIMITED**

Our Ref : Sec/270/2022

Date : 25.05.2022

BSE Limited  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai-400 001

National Stock Exchange of India Limited  
Listing Department  
Exchange Plaza, C-1, Block-G, Bandra Kurla Complex  
Bandra(E), Mumbai - 400 051.

Dear Sirs,

**Sub: Secretarial Compliance Report of the Company for the year ended 31<sup>st</sup> March, 2022 as required under Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We are enclosing herewith the Secretarial Compliance Report of the Company for the year ended 31<sup>st</sup> March, 2022 as required under Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as provided by M/s. MDS & Associates, Practising Company Secretaries, Coimbatore.

Kindly take the same on record and acknowledge receipt.

Yours faithfully,

**FOR LAKSHMI MACHINE WORKS LIMITED**



**C R SHIVKUMARAN**  
**COMPANY SECRETARY**



*MDS & Associates*  
Company Secretaries in Practice

*M.D. Selvaraj* M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

**Secretarial Compliance Report of M/s. Lakshmi Machine Works Limited  
for the year ended 31<sup>st</sup> March 2022**

*[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February 2019]*

I, **M D Selvaraj (FCS 960 / CP.No.411)** of **M/s. MDS & Associates, Company Secretaries**, have examined:

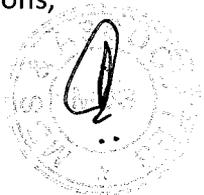
- (a) all the documents and records made available to me and explanation provided by M/s. Lakshmi Machine Works Limited (CIN: L29269TZ1962PLC000463) ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to BSE Limited and National Stock Exchange of India Limited ("the stock 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 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 as applicable to the listed entity, 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



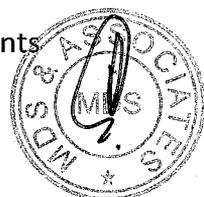
- (d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and
- (f) circulars/ guidelines issued 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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 23(4) of SEBI Listing Obligations and Disclosure Requirements, 2015 mandates that all material related party transactions shall require the approval of the shareholders through a resolution	The Company has entered into material related party transactions with one of its related parties during the financial year 2021-22 for which the approval of the shareholders was not obtained	The Company proposes to obtain the approval of the shareholders through postal ballot in May-June 2022.

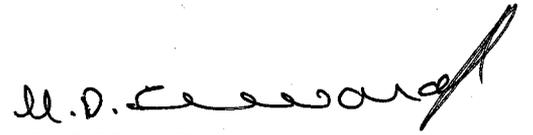
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) There were no actions taken against the listed entity / its promoters / directors either by 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.
- (d) There were no observations made in the previous report pertaining to the financial year ended 31<sup>st</sup> March 2021 and hence, reporting under this clause (d) does not arise.
- (e) During the period under review, M/s. S. Krishnamoorthy & Co., Chartered Accountants



(Firm Registration No. 001496S) were re-appointed as the Statutory Auditors of the Company for a period of 5 years from the financial year 2021-22 to 2025-26 and the terms of their appointment are in compliance of Para 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October 2019 issued by the Securities and Exchange Board of India.

**Place** : Coimbatore

**Date** : 19-05-2022



**M D SELVARAJ**

**MDS & Associates**

**Company Secretaries**

**FCS. No: 960; CP. No: 411**

**UDIN: F000960D000350243**

**Peer Review No. 985/2020**

