



ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
M/S. SEPC LIMITED (Formerly Known as SHRIRAM EPC LIMITED)
FOR THE YEAR ENDED 31st MARCH, 2022

We, RLS & ASSOCIATES, Practicing Company Secretary, have examined:

- all the documents and records made available to us and explanation provided by SEPC LIMITED (Formerly Known as SHRIRAM EPC LIMITED) ("the listed entity") [CIN: L74210TN2000PLC045167], having registered office at 4th Floor, BASCON FUTURA SV IT Park Venkatanarayana Road, Parthasarathy Puram, T. Nagar, Chennai-600017
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **March 31, 2022** ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



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 there under, 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	The Company shall have a full-time company secretary in employment as per section 203 of the Companies Act 2013 read with Rule 8 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	The Company Secretary has resigned from office with effect from 04 th June 2021, and it is observed that the Company had only appointed the company secretary with effect from 11 th Feb 2022, therefore beyond 6 (Six) months the Company was not having a full time company secretary on roll.	The Company has regularised the Compliance Officer appointment by appointing Mr. R S Chandrasekharan, CFO with effect from 04 th June 2021 during the absence of the Full time Company Secretary.
2	Reg 34 (1): the Annual Report copies shall be sent to Stock Exchanges with 21 clear days' notice excluding the date of Meeting and date of sending the Notice	It is observed that the Company has submitted the Annual Report copies to the Stock Exchanges on 07 th Sept 2021 and since the Annual General Meeting held on 28 th Sept 2021, there is a delay of 1 day.	The date of dispatching the Notice and Date of meeting shall be excluded while reckoning the Clear days' Notice. Note: As per the explanation provided by the Company, the said delay is due to technical error.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my 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 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.
1.	BSE	Regulation 6: Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Fine of INR33,040/-	The Company had made the payment of fine of INR33040/- through PNB cheque no.832932 dated 10.03.2022.
2.	NSE	Regulation 6: Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Fine of INR33,040/-	The Company had made the payment of fine of INR33040/- through PNB cheque no.913162 dated 24.02.2022.

(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 31 st March, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

Place: Chennai
Date: 23.05.2022
UDIN-A020312D000365921



For RLS & ASSOCIATES

R. L. Sarangi

Rajib Lochan Sarangi
(Practicing Company Secretary
ACS No.: 20312 CP No. 17498