

Date: 02nd March, 2021

To,
The Manager,
Listing Department,
BSE Limited
P. J Towers,
Dalal Street, Fort,
Mumbai-400001.

Ref No.: Stock Code: 513575

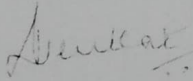
Sub: Annual Secretarial Compliance Report for the year ended March 31, 2020.

Dear Sir,

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 February 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the year ended March 31, 2020.

This is for your information and records.

Thanking You,
Yours faithfully,
FOR STERLING POWERGENSYS LIMITED



VENKATA SANKARAN SUBRAMANIAN
MANAGING DIRECTOR
DIN: 00107561



VIKRANT SUTRAVE AND ASSOCIATES

PRACTICING COMPANY SECRETARIES

Secretarial Compliance Report of Sterling Powergensys Limited for the Financial Year ended 31st March, 2020.

We have examined:

- (a) all the documents and records made available to us and explanation provided by Sterling Powergensys 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 31st March, 2020 ("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) 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 **(Not applicable to the Company during the period under review);**
- (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 **(Not applicable to the Company during the period under review);**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the Company during the period under review);**





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(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the period under review);**

(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 the period under review);**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and based on the above examination, I/We hereby report that, during the period under review:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except for the delays in respect of certain matters, as are specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars/ including clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 33 (3) - Quarterly Financial Results along with Limited review report for the quarter ended: September 2019 December 2019 March 2020	There is delay in submission of Quarterly Financial Results along with Limited review report for the quarter ended: September 2019 December 2019 March 2020	Financial Results along with Limited review report for the quarter ended September 2019, December 2019 was done delayedly on 23-12-2020 and March 2020 are filed in December 2020.
i	Statement of Investor Complaints for quarter ended June 2019, September 2019, December 2019 and March 2020.	Delay in Submission of statement of Investor Complaints for June 2019, September 2019, December 2019 and March 2020.	Submission of statement of Investor Complaints for June 2019, September 2019, December 2019 and March 2020





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			was forwarded to BSE through email on 14-12-2020.
3.	Regulation 31 (1) (b)- Shareholding Pattern for quarter ended: June 2019 Sept 2019 Dec 2019 March 2020.	Delay in Submission of Shareholding Pattern for quarter ended: June 2019 Sept 2019 Dec 2019 March 2020.	Submission of Shareholding Pattern for quarter ended June 2019, Sept 2019 and Dec 2019 filed on 22-12-2020 and March 2020 filed on 21-01-2021.
4.	Reconciliation of share capital audit report for quarter ended: June 2019 Sept 2019 Dec 2019 March 2020.	Delay in Submission of Reconciliation of share capital audit report for quarter ended: June 2019 Sept 2019 Dec 2019 March 2020.	Submission of Reconciliation of share capital audit report for quarter ended June 2019, Sept 2019, Dec 2019 and March 2020 was filed on 14-12-2020.
5.	Certificate under Reg.40(9), (10) of SEBI (LODR) Regulations 2015 for Half Year ended Sept 2019 and March 2020.	Delay in Submission of Certificate under Reg.40(9), (10) of SEBI (LODR) Regulations 2015 for Half Year ended Sept 2019 and March 2020.	Submission of Certificate under Reg.40(9), (10) of SEBI (LODR) Regulations 2015 for Half Year ended Sept 2019 and for March 2020 was filed on 12-11-2020.
6.	Regulation 7 (3) - Share Transfer Agent for Half Year ended Sept 2019 and March 2020.	Delay in Submission of Regulation 7 (3) - Share Transfer Agent for Half Year ended Sept 2019 and	Submission of Regulation 7 (3) - Share Transfer Agent for Half





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		March 2020.	Year ended Sept 2019 and for March 2020 was filed on 23-11-2020.
7.	Regulation 14 – Annual Listing Fees to be paid to the recognized stock exchange(s).	Delay in payment of Annual Listing Fees to be paid to the recognized stock exchange(s).	Annual Listing Fees for the financial year 2019-20 paid after due date i.e. was paid on 31 th December, 2020.
8.	Board Meeting Outcome for the Board Meeting dated 20 th April, 2019, 21 st June, 2019, 11 th September, 2019, 14 th November, 2019, 18 th November, 2019 and 13 th February, 2020.	Delay in disclosure of Board Meeting Outcome for the Board Meeting dated 20 th April, 2019, 21 st June, 2019, 11 th September, 2019, 14 th November, 2019, 18 th November, 2019 and 13 th February, 2020.	Disclosure of Board Meeting Outcome for the Board Meeting dated 20 th April, 2019 was done on 16 th January, 2021, 21 st June, 2019 was done on 13 th October, 2020, 11 th September, 2019 was done on 19 th October, 2020, 14 th November, 2019 was done on 19 th October, 2020, 18 th November, 2019 was done on 19 th October, 2020 and 13 th February, 2020 was done on 20 th October, 2020.

(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/ promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through

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Contact Details: +91-8698981686, **E-mail:** csvikrantsutrave@gmail.com





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various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

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.	Bombay Stock Exchange	Arrears of Annual Listing Fees	• Non Payment of Annual Listing Fees (ALF) dues to BSE Limited, dated 25th July, 2019. • Notice for Non Payment of BSE Annual Listing Fees (ALF), dated 09th August, 2019. • Notice for Non Payment of Annual Listing Fees (ALF) dues to BSE Limited, dated 07th October, 2019. • Notice for Non Payment of Annual Listing Fees (ALF), dated 04th November, 2019. • Non Payment of Annual Listing Fees, dated 25th February, 2020.	Annual Listing Fees for the financial year 2019-20 paid after due date i.e. on 31 st December, 2020.
2.	Bombay Stock Exchange	Non-Submission of statement of Investor Complaints for June 2019.	• Non-Submission of statement of Investor Complaints for June 2019, dated 27/07/2019.	Submission of Investor Complaints June 2019, was mailed to BSE delayedly i.e. on 14-12-2020.





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3.	Bombay Stock Exchange	Non submission of Reconciliation of Share Capital Audit Report for June 2019.	• Notice for Non submission of Reconciliation of Share Capital Audit Report for June 2019, dated 05/08/2019.	Submission of Reconciliation of Share Capital Audit Report for June 2019 was filed delayedly on 14/12/2020.
4.	Bombay Stock Exchange	Non-Submission of statement of Investor Complaints for Sept 2019.	• Non-Submission of statement of Investor Complaints for Sept 2019, dated 23/10/2019.	Submission of Investor Complaints of Sept 2019, was mailed to BSE delayedly i.e. on 14-12-2020.
5.	Bombay Stock Exchange	Non submission of Reconciliation of Share Capital Audit Report for Sept 2019.	• Notice for Non submission of Reconciliation of Share Capital Audit Report for Sept 2019, dated 31/10/2019.	Submission of Reconciliation of Share Capital Audit Report for Sept 2019 was filed delayedly on 14/12/2020.
6.	Bombay Stock Exchange	Non-Submission of financial results for the Quarter and Half Year ended Sept 2019.	• Notice for Non-Submission of financial results for the Quarter and Half Year ended Sept 2019, dated 15-11-2019.	Submission of Financial results for the Quarter and Half Year ended Sept 2019 was done delayedly on 23-12-2019
7.	Bombay Stock Exchange	Non submission of Reconciliation of Share Capital Audit Report for	• Notice for Non submission of Reconciliation of Share Capital Audit Report for quarter ended Dec 2019, dated 31/01/2020.	Submission of Reconciliation of Share Capital Audit Report for Dec 2019 was filed delayedly on





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		Dec 2019.		14/12/2020.
8.	Bombay Stock Exchange	Non-Submission of Financial results for the quarter ended Dec 2019.	• Notice for Non-Submission of Financial results for the quarter ended Dec 2019, dated 17/02/2020	Submission of Financial results for the Quarter ended Dec 2019 was filed delayedly on 23-12-2020.
9.	Bombay Stock Exchange	Non submission of Reconciliation of Share Capital Audit Report for the quarter ended March 2020 under Regulation 76 of SEBI (Depositors and Participants) Regulations, 2018	• Notice for Non submission of Reconciliation of Share Capital Audit Report for the quarter ended March 2020, dated 11/06/2020.	Submission of Reconciliation of Share Capital Audit Report for March 2020 was filed delayedly on 14/12/2020.
10.	Bombay Stock Exchange	Non-compliance with Regulation 33 of SEBI (LODR) Regulations, 2015 for December 2018.	• Notice for Non-compliance with Regulation 33 of SEBI (LODR) Regulations, 2015 for December, 2019, dated 17/02/2020	Submission of Financial Results Duly filed for the quarter ended December 2019 was filed delayedly on 23/12/2020.
11.	Bombay Stock Exchange	Non-compliance with Regulation	• Notice for Non-compliance with Regulation 33 of SEBI (LODR) Regulations,	Submission of Financial Results Duly filed for





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		33 of SEBI (LODR) Regulations, 2015 for quarter/year ended March, 2020	2015 for quarter/year ended March 2020, dated 04/08/2020.	quarter and year ended March, 2020 was filed delayedly on 23/12/2020 and 19/02/2021 respectively.
12.	Bombay Stock Exchange	Non-compliance with provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Suspension of trading in the securities of the Company with effect from 1 st October, 2019 and freezing of demat account of the promoters thereof	Due to non-compliances with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, trading on Bombay Stock Exchange where Company is listed has been suspended and Company is in process of completing all the pending compliances.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: NA

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
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VIKRANT SUTRAVE AND ASSOCIATES

PRACTICING COMPANY SECRETARIES

N.A.

FOR VIKRANT SUTRAVE AND ASSOCIATES

Company Secretaries



CS VIKRANT SUTRAVE

Proprietor

Mem No.: 50117

COP: 18174

UDIN:A050117B001774092

PLACE: Solapur

DATE: 31/12/2020

(Note: This report is to be read with our letter of even date which is annexed as and forms an integral part of this report.)



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PRACTICING COMPANY SECRETARIES

'ANNEXURE A'

To,
The Members,
STERLING POWERGENSYS LIMITED
2/10, Meghal Service Industrial Estate,
Devidayal Road, Mulund West,
Mumbai - 400 080.

Our report of even date is to be read along with this letter.

1. Maintenance of records is the responsibility of management of the Company. Our responsibility is to express an opinion on these records based on our verification of the same.
2. We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards are the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR VIKRANT SUTRAVE AND ASSOCIATES

Company Secretaries



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CS VIKRANT SUTRAVE

Proprietor

Mem No. 50117

COP: 18174

UDIN: A050117B001562023

PLACE: Solapur
DATE: 31/12/2020