

NAGPUR POWER AND INDUSTRIES LIMITED

CIN L40100MH1996PLC104361

| Regd. Office: 'Nirmal', 20th Floor, Nariman Point, Mumbai-400021|

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Date: May 23, 2025

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

SCRIP CODE: - 532362

Dear Sir/Madam,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended March 31, 2025

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the relevant Circular(s) issued by SEBI/Exchanges from time to time, please find enclosed the Annual Secretarial Compliance Report issued by the Company Secretary in Practice for the financial year ended March 31, 2025.

You are requested to take the information on record.

Thanking You,

Yours faithfully,

For Nagpur Power and Industries Limited

Praveen Bhati
Company Secretary & Compliance Officer
ACS: 71212

Encl. A/a



Secretarial Compliance Report of Nagpur Power Industries Limited for the financial year ended 31st March, 2025

We, **M/s. DSM & Associates, Company Secretaries** have examined:

- (a) all the documents and records made available to us and explanation provided by **Nagpur Power and Industries Limited** ("the listed entity"),
- (b) the filings/ submissions made by 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, 2025** ("**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 review 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; **Not Applicable to the Company during review period**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable to the Company during review period**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable to the Company during review period**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

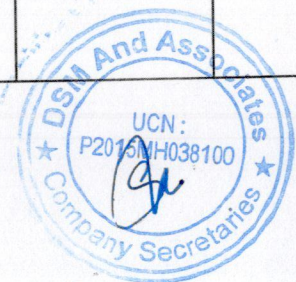
and circulars/ guidelines issued thereunder;



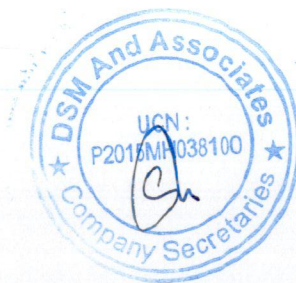
and based on the above examination, We hereby report that, during the Review Period:

- (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/ guide- lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Non-Submission of the financial results for quarter ended 31 st March, 2024 within the period	Reg.33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation	Non-Submission	BSE	Imposition of Penalty under SEBI SOP Circular dated 22 nd	Period of default- 31 st May 2024 till 28 th June 2024	Rs.1,71,100/-		Company has paid the penalty amount on 9 th July, 2024.	N.A.



	prescribed under regulation 33	ns, 2015			January , 2020					
2.	Non-Submission of the financial results for the quarter ended 31 st March, 2024 within the period prescribed under regulation 33	Reg.33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	Non-Submission	BSE	Imposition of Penalty under SEBI SOP Circular dated 22 nd January , 2020	Period of default- 29 th June 2024 till 5 th July 2024	Rs.41,300/-		Company has paid the penalty amount on 22 nd July, 2024	N.A.



(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 previous Reports	Observations made in the Secretarial compliance report for the year ended 31 st March, 2024	Compliance Requirement (Regulations/ Circulars/Guidelines/ including specific clause)	Details of violation/ deviation and action 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.	Non-Appointment of Company Secretary	Non-Appointment of Company Secretary from 1 st September, 2023 to 6 th March, 2024	Reg.6(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	Non-Appointment of Company Secretary from 1 st September, 2023 to 6 th March, 2024	The Company has appointed Company Secretary on 6 th March, 2014 and has paid the penalty.	No non-compliance thereafter.



(c) We hereby report that, during the Review Period the compliance status of the listed entity with 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	NA
2.	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All 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	NA
3.	Maintenance and disclosures on Website: • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website	Yes	NA
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	NA



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	NA
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	NA
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	NA
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	NA
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	NA
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	NA
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	No	Penalty of Rs.1,71,100/- and Rs.41,300/- has been paid for Non-



	except as provided under separate paragraph herein.		Submission of the of the financial results for quarter ended 31 st March, 2024 within the period prescribed under regulation 33 of the SEBI (LODR) Regulations, 2015.
12.	Resignation of Statutory Auditors from the listed entity or its material subsidiaries In case of resignation of Statutory Auditors from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiary has complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provision of the LODR Regulation by Listed entities.	NA	NA
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	NA

We further, report that the listed entity is in compliance/not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the LODR Regulations – NA

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



Accounts of the listed entity.

4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) 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 DSM & Associates,

Company Secretaries

UCN No.P2015MH038100

Peer Review No.2229/2022

CS Sanam Umbargikar

Partner

M.No.F11777.

CP No.9394.

UDIN: F011777G000413409



Date: 22nd May, 2025.

Place: Mumbai