



Pentokey Organy (India) Limited

28th June, 2021

To,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Fort

Mumbai- 400 001

Subject: ~~New applicability of regulation 24A of SEBI (Listing Obligations and Disclosure Requirement) (Amendment) Regulations, 2018.~~

Reference: BSE Scrip Code: 524210

This is with reference to the captioned subject in connection with the non- applicability of Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) (Amendment) Regulations, 2018. In this regard, we would like to submit that Securities and Exchange Board of India (SEBI) vide its circular no CIR/CFD/CMDI1/27/2019 Dated 8th February, 2019 prescribed the format of Annual Secretarial Compliance Report to be submitted by a Company Secretary in Practice to the Listed Entity on Compliance of all applicable SEBI Regulations and circulars/ guidelines issued there under. Further, this Report shall be submitted by the listed Entity to the Stock Exchanges on or before 30th June, 2021 for the Financial Year ending 31st March, 2021.

Further pursuant to circular Nos. LIST/COMP/10/2019-20 dated 9th May, 2019 and LIST/COMP/12/2019/-20 dated 14th May, 2019, respectively it has been clarified that the above stated compliance of submission of Annual Secretarial Compliance Report is not applicable to listed Entities who have claimed exemption under regulation 15 (2) of SEBI (LODR), 2015.

In this regard we respectfully submit that, as our Company falls under the criteria as specified under Regulation 15 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to fact that the paid up equity Share Capital and Net Worth of the Company was Rs. 627.26 lakhs and Rs. 505.90 lakhs respectively as on the

Regd. Office : Somaiya Bhavan, 45/47, Mahatma Gandhi Road, Fort, Mumbai - 400 001. INDIA.
Tel.: (91-22) 22048272 / 22875792 Fax : (91-22) 22047297 / 22043303 www.pentokey.com

Sales Office: Shop No.S/03, Vasuki, 7th Road, Rajawadi, Ghatkopar (E), Mumbai - 400 077. INDIA.

CIN: L24100MH1988PLC041681



Pentokey Organy (India) Limited

previous financial year ended on 31st March 2021. We are enclosing the Net worth Certificate obtained from our Statutory Auditor for your ready reference.

A copy of the Certificate obtained from PRS Associates, Company Secretaries in Practice regarding non applicability of Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 from compliance of the provisions of the Corporate Governance is enclosed.

The company was therefore not required to comply with provisions of Regulation 24 (A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2015 and SEBI Circular No CIR/CFD/CMDI1/27/2019 dated 8th February 2019 and thus is not required to submit the Annual Secretarial Compliance Report.

Yours faithfully,

For **Pentokey Organy (India) Limited**

Kiran Prakash Jadhav

Company Secretary & Compliance Officer

ACS: 50422

Encl: as above

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CIN:L24116MH1986PLC041681



CERTIFICATE

To,

The Board of Directors
PentokeyOrgany (India) Limited
45/47, Somaiva Bhavan,
M. G. Road, Fort,
Mumbai- 400 001

We PRS Associates, Company Secretaries, Mumbai on the basis of the last Audited Balance Sheet of Pentokey Organy (India) Limited as on 31st March, 2021, hereby certify that the Share Capital and Net Worth of the Company is Rs. 627.26 lakhs and Rs.505.90 lakhs respectively and therefore the Company has claimed exemption under Regulation 15(2) of the SEBI (LODR) Regulations, 2015 from compliance of the provisions of the Corporate Governance.

We further certify that pursuant to the circular Nos. LIST/COMP/10/2019-20 dated 9th May, 2019 and Circular No. LIST/COMP/12/2019-20 dated 14th May, 2019 respectively issued by the BSE Limited the Company is not required to submit the Annual Secretarial Compliance Report for the year ended 31st March, 2021 to the Stock Exchanges where the shares of the Company are listed as the Company has claimed exemption under Regulation 15 (2) of SEBI (LODR), 2015.

For PRS Associates
Company Secretaries

A handwritten signature in blue ink, appearing to read 'Narayan Parekh', with a horizontal line underneath.

Narayan Parekh
Partner
Membership No. -A8059
CP No. -6448
UDIN No. A008059C000518954
Place: Mumbai
Date: 26th June, 2021



VERMA MEHTA & ASSOCIATES

Chartered Accountants

104, Creative Industries Premises, Sunder Nagar, Kalina, Santacruz (East), Mumbai - 400 098.
Tel.: 2666 6359 • Fax : 6693 5131 E-mail : vmaca92@gmail.com

TO WHOMSOEVER IT MAY CONCERN

This is to certify that the Net Worth of **Pentokey Organy (India) Limited ("the Company")**, having its registered office at Somaiya Bhavan, 45/47, M.G. Road, Fort, Mumbai-400001, as at 31st March 2021 on the basis of Books of Accounts and other records of the Company verified by us is as under:

| | Rs. in Lakhs |
|---|---------------|
| Paid Up Equity Capital | 627.26 |
| Add: | |
| Reserves & Surplus (Excluding Capital Reserve) | 17.20 |
| Less: Accumulated Losses | 138.56 |
| Less: Miscellaneous Expenditure | - |
| Total Networth | 505.90 |

For **Verma Mehta & associates**
Chartered Accountants
Firm Registration No: 112118W



CA Sandeep Verma
Partner
M. No. 045711

Place: Mumbai
Date: 23rd June, 2021
UDIN: 21045711AAAABU8948