

**Annual Secretarial compliance report of JBM Auto Limited**  
**for the Financial year ended 31st March 2020**

To,  
JBM Auto Limited  
601, Hemkunt Chambers,  
89, Nehru Place,  
New Delhi -110019

We have examined (to the extent possible in the prevailing conditions caused by the Covid-19 pandemic) the following :

- (a) all the documents and records made available to us and explanation provided by M/s JBM Auto 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 (to the extent possible in the prevailing conditions caused by the Covid-19 pandemic) 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;



- (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; (No event took place under this Regulation during Audit period).
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (No event took place under this Regulation during Audit period).
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (No event took place under this Regulation during Audit period).
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; (No event took place under this Regulation during Audit period).
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- (i) Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client

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:-

| S.No. | Compliance Requirement(Regulations /Circulars/Guidelines including Specific clause) | Deviations     | Observation/Remarks of the Practicing Company Secretary |
|-------|---|----------------|---|
| NIL   | Not Applicable  | Not Applicable | Not Applicable  |

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.

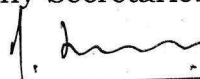
- (c) From the examination of the records of the company and website of stock exchanges and information received from the company, there



are no 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.

- (d) During the previous year financial year 2018-19, there were no observation in the report. Therefore no comment is required on action taken report over the observations of the previous year.

For Dhananjay Shukla & Associates  
Company Secretaries



Dhananjay Shukla  
Proprietor

FCS-5886, CP No. 8271

UDIN:F005886B000402997



Date : 30<sup>th</sup> June 2020

Place: Gurugram