



# Commercial Engineers & Body Builders Co. Limited



...bodies in motion ...

AN ISO/TS 16949:2009 Company  
CIN-L24231UP1979PLC004837

Regd. Office : 84/105-A, G.T. Road, Kanpur Mahanagar, Kanpur - 208003 (U.P.) INDIA Email Id – cs@cebbco.com  
Head Office : 48, Vandana Vihaar, Narmada Road, Gorakhpur, Jabalpur (M.P.) Website – www.cebbco.com

**30.05.2019**

The Secretary,  
National Stock Exchange of India Ltd  
'Exchange Plaza,' 5<sup>th</sup> Floor  
Plot No. C/1, G. Block  
Bandra Kurla Complex,  
Bandra (East),  
**Mumbai – 400 051**  
**Fax No. 022-26598237/38,**  
**66418124/25/26**

The Secretary,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai – 400 001**  
**Fax No. 022-2272 3121/2272 2037**

**Sub: Annual Secretarial Compliance Report pursuant to SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 8, 2019**

Dear Sir/Mam,

Please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2019, issued by M/s. S. K Gupta & Co., Practicing Company Secretaries, Kanpur (U.P.) U/Reg 24A of SEBI (Listing Obligations & Disclosure Requirements). Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 8, 2019

This is for your kind information and record. Kindly acknowledge the receipt of the same and oblige.

Yours faithfully,

For COMMERCIAL ENGINEERS AND BODY BUILDERS CO. LIMITED

  
Amit K Jain  
Company Secretary



Encl: As above

Factory (Unit I) : 21,22,33,34, Industrial Area Richhai, Jabalpur - 482010 M.P., Tel. +91-761-233 0817 / 872, Fax : 0761-2331488  
Factory (Unit II) : NH12-A, Village Udaipura, Teh. Niwas, Distt. Mandla - 481661 M.P., Tel. +91-7643-227403, 227389  
Factory (Unit III) : Plot No. 690 to 693 & 751 to 756, Sector III, Industrial Area, Pithampur, Distt. Dhar, Tel. - 07292-407981  
Factory (Unit IV) : Industrial Area Richhai, Jabalpur - 482010 M.P.  
Factory (Unit V) : Plot No. 742, Asangi Phase Area, Saraikela, Jharkhand - 932109 Tel. 0657-2200251 / 252  
Factory (Unit VI) : Village Imlai, Near Deori Railway Station, P.O. Panagar, Jabalpur - 483220

To,  
The Board of Directors,  
Commercial Engineers & Body Builders Co Limited,  
84/105A, G T Road,  
KANPUR – 208003 (U.P.)

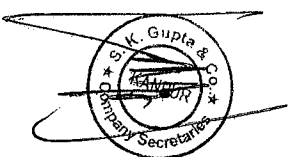
**Sub: Annual Secretarial Compliance Report for the Financial Year 2018-19**

We have been engaged by **Commercial Engineers & Body Builders Co Limited** (CIN: L24231UP1979PLC004837) (hereinafter referred to as 'the Company') whose Equity shares are listed on National Stock Exchange of India Limited (Symbol: CEBBCO) and BSE Limited (Security Code: 533272) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and Circulars / Guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and Circulars / Guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary



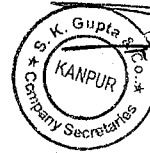
**S. K. Gupta & Co.**  
Company Secretaries

9, Roland Complex,  
Upper Floor, 37/17,  
Westcott Building,  
The Mall,  
Kanpur-208001  
Telefax:0512- 2315123  
Cell - 9415042137

E-mail:sk\_gupta1@rediffmail.com

and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed herewith.

For **S.K.Gupta & Co.**  
Company Secretaries



(S.K.GUPTA)  
Managing Partner  
F.C.S -2589  
CP-1920

Place: Jabalpur  
Date: 30<sup>th</sup> May, 2019

**SECRETARIAL COMPLIANCE REPORT OF COMMERCIAL ENGINEERS & BODY BUILDERS CO LIMITED LIMITED (CIN: L24231UP1979PLC004837)**

**For the Year ended on 31<sup>st</sup> March, 2019**

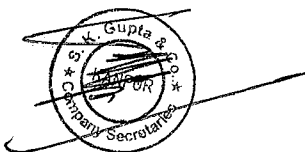
We have examined:

- (a) all the documents and records made available to us and explanation provided by Commercial Engineers & Body Builders Co 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,

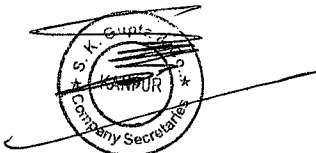
for the year ended 31st March, 2019 ("Review Period") in respect of compliance with the provisions of:

- (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;
- (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 as there was no reportable event during the period under review];
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014[Not Applicable as there was no reportable event during the period under review];
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 [Not Applicable as there was no reportable event 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 as there was no reportable event during the period under review];
- (h) 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,
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and Circulars / Guidelines issued thereunder in so far as it appears from our examination of those records.
- (c) No action has been 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 thereunder.
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: [Not Applicable since this report is being issued for the first time and accordingly, no action was required to be taken by the Company].

Place: Jabalpur  
Date: 30<sup>th</sup> May, 2019

For **S.K.Gupta & Co.**  
Company Secretaries



(S.K.GUPTA)  
Managing Partner  
F.C.S -2589  
CP-1920