



Veejay Lakshmi Engineering Works Limited

June 27, 2025

The Listing Department
B S E Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
MUMBAI – 400001

Dear Sirs

Security Code : 522267

Sub: Reg.24A of SEBI (LODR) Regulations, 2015 – Secretarial Compliance Report 2024-25

We are enclosing herewith the Secretarial Compliance Report of the Company for the year ended 31st March 2025 dated 29-05-2025, issued by Practicing Company Secretary Sri K. DURAISAMI, M.No. FCS6792, CP No. 18308, Peer Review: 1862/2022 for your records.

Please take the same on record.

Thanking you

Yours faithfully

For VEEJAY LAKSHMI ENGINEERING WORKS LIMITED

V.K. Swaminathan
Company Secretary

Encl: As above



K.DURAISAMI M.Com., FCS.

Company Secretary in Practice

No. 223, Cowley Brown Road, RS Puram, Coimbatore-641002.

**Secretarial Compliance Report of
VEEJAY LAKSHMI ENGINEERING WORKS LIMITED
for the financial year ended 31st March, 2025
(Regulation 24A (2) of the SEBI (LODR) Regulations, 2015)**

I have examined:

- (a) All the documents and records made available to us and explanation provided by Veejay Lakshmi Engineering Works Limited CIN : L29191TZ1974PLC000705 having its Registered Office at : Sengalipalayam, NGGO Colony Post Coimbatore-641022. ("the Company")
- (b) The filings / submissions made by the Company to the Stock Exchanges,
- (c) Website of the Company,
- (d) Any other document / filing, as may be relevant, which has been relied upon to make this Report.

For the financial year ended 31.03.2025 ("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 there under; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the regulations, circulars, guidelines issued there under by the SEBI;

The specific Regulations, whose provisions and the circulars / guidelines issued there under, have been examined, include: -

- (a) Securities and Exchange Board of India (LODR) 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 (Buy back of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Other regulations as applicable and circulars / guidelines issued there under;

[Handwritten Signature]



And based on the above examination, I hereby report that, during the Review Period:

(a) The Company has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:

Sr.No.	Compliance Requirement (Regulations/ circulars/ guidelines 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 (PCS)	Management Response	Remarks
					Advisory / Clarification/ Fine/ Show Cause Notice/ Warning etc.					
NIL										

(b) The Company has taken the following actions to comply with the observations made in previous reports:

Sr.No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended 31.03.2024	Compliance Requirement (Regulations /circulars/guidelines including specific clause)	Details of violation /Deviations and actions taken/penalty imposed, If any, on the Company	Remedial actions, if any, taken by the Company	Comments of the PCS on the actions taken by the Company
1	Not filing of clippings of Financial results published in the news papers with stock exchange the news paper publication	Not filing of clippings of Financial results published in the news papers with stock exchange the news paper publication	Reg 30(6) of LODR	Nil	Submitted subsequently	Complied correctly in subsequent quarters
2	Disclosure of Related Part Transactions for the QE 30.09.2023 approved on 09.11.2023 was disclosed on 15.11.2023.	Disclosure of Related Part Transactions for the QE 30.09.2023 approved on 09.11.2023 was disclosed on 15.11.2023.	Reg 23(9) of LODR	BSE has imposed a fine of Rs 35,400 including GST	Fine paid	Complied correctly in subsequent quarters
3	Not intimated the dates of closure of trading window to the stock exchange. However no transactions held during the window closure period by designated persons	Not intimated the dates of closure of trading window to the stock exchange. However no transactions held during the window closure period by designated persons	Reg 9 of SEBI (prohibition of Insider trading) Regulations.	Nil	It is regularly done in FY 2024-25	It is regularly done in FY 2024-25
4	Not submitted the confirmation certificate under Reg 74(5) of SEBI Depositories & Participants) Regulation 2018 during 2023	Not submitted the confirmation certificate under Reg 74(5) of SEBI Depositories & Participants) Regulation 2018, during 2013	Reg 74(5) of SEBI Depositories & Participants) Regulation 2018.	Nil	It is regularly done in FY 2024-25	Complied correctly in subsequent quarters

[Handwritten Signature]



- I. I hereby report that, during the review period the compliance status of the Company with the following requirements:

Sr. No	Particulars	Compliance Status(Yes/No/NA)	Observations/Remarks by PCS*
1.	Secretarial Standards: The compliances of the Company are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> 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 Yes	
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> The Company 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 redirects to the relevant document(s)/section of the web site. 	Yes Yes Yes	
4.	Disqualification of Director(s) None of the director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the Company.	Yes	
5	Details related to subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies.	No Subsidiary	
	(b) Disclosure requirement of material as well as other subsidiaries.	Not applicable	
6.	Preservation of Documents: The Company 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	

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7.	<p>Performance Evaluation:</p> <p>The Company 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.</p>	Yes	Complied during the FY
8.	<p>Related Party Transactions:</p> <p>(a) The Company has obtained prior approval of audit committee for all related party transactions;</p> <p>(b) In case no prior approval obtained, the Company shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.</p>	<p>Yes</p> <p>Did not arise</p>	
9.	<p>Disclosure of events or information:</p> <p>The Company has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.</p>	Yes	
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No action(s) has been taken against the Company / 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 there under (or)</p> <p>The actions taken against the Company its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	Yes	NA
12.	<p>Resignation of statutory auditors from the Company or its material subsidiaries:</p> <p>In case of resignation of statutory auditor from the Company or any of its material subsidiaries during the financial year, the Company and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	Did not arise	NA

K. Duraisami



13.	Additional Non-compliances, if any: No additional non-compliances observed for any SEBI regulation /circular guidance note etc. except as reported above.	No additional Non Compliance	NA
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I further, report that the Company 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. No such scheme is in vogue in the Company, hence not applicable..

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 Company.
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. I have not verified the correctness and appropriateness of financial records and books of account of the Company.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and 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 listed entity.



[Handwritten Signature]

K. Duraisami
Company Secretary in Practice
Membership No:FCS 6792
C P No: 18308
Peer Review:1862/2022

PLACE : Coimbatore
DATE : 29.05.2025
ICSI UDIN: F006792G000436881