

Castrol India Limited

CIN L23200MH1979PLC021359
Technopolis Knowledge Park,
Mahakali Caves Road,
Chakala, Andheri (East),
Mumbai - 400 093.

Tel: (022) 6698 4100
Fax: (022) 6698 4101
<https://www.castrol.com/en/in/india.html>
Customer Service Toll Free No. : 1800 222 100 / 1800 209 8100



24 February 2022

**To,
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.**

**National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai - 400051**

Scrip Code: 500870

Scrip Symbol: CASTROLIND

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report - Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8 February 2019, we hereby enclose the Annual Secretarial Compliance Report for the year ended 31 December 2021, issued by the Secretarial Auditors – M/s. S. N. Ananthasubramanian & Co, Company Secretaries.

We request to take the said report on record.

For Castrol India Limited

Hemangi Ghag
Digitally signed
by Hemangi
Ghag
Date: 2022.02.24
17:05:50 +05'30'

**Hemangi Ghag
Company Secretary & Compliance Officer
Membership No: FCS 9329**



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

To,
The Board of Directors,
Castrol India Limited
CIN: L23200MH1979PLC021359
Technopolis Knowledge Park,
Mahakali Caves Road,
Chakala, Andheri (East),
Mumbai – 400 093

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2021

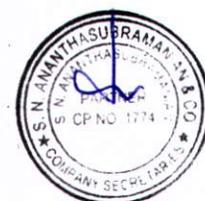
We have been engaged by **Castrol India Limited** (hereinafter referred to as 'the Company') bearing CIN: **L23200MH1979PLC021359** whose equity shares are listed on National Stock Exchange of India Limited (Symbol: CASTROLIND) and BSE Limited (Security Code: 500870) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th 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 thereunder 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.

We have conducted our Audit remotely based on the records and information made available to us through electronic platform by the Company, due to Covid 19 pandemic induced lockdown and restrictions/Work From Home policy of the Company in place for the purpose of issuing this report.

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





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

S. N. Ananthasubramanian



S. N. Ananthasubramanian

Partner

FCS: 4206 | COP No.: 1774

ICSI UDIN: F004206C002453389

7th February, 2022 | Thane



**SECRETARIAL COMPLIANCE REPORT OF CASTROL INDIA LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST DECEMBER, 2021**

We have examined:

- (a) all the documents and records made available to us and explanations provided by **Castrol India Limited** ('the listed entity');
- (b) 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 financial year ended 31st December, 2021 ('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 Securities and Exchange Board of India ('SEBI').

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 as there was no reportable event during the financial year under review;**
- (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 financial year under review;**





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (up to 12th August, 2021) and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (with effect from 13th August, 2021) – **Not Applicable as there was no reportable event during the financial year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (up to 15th August, 2021) Not Applicable as there was no reportable event during the financial year under review;
- (g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from 16th August, 2021) – **Not Applicable as there was no reportable event during the financial year under review;**
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013 (up to 15th August, 2021)– **Not Applicable as there was no reportable event during the financial year under review;**
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
and circulars/ guidelines issued there under;
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 there under except:

Sr.No.	Compliance Requirement (Regulations/ Circulars/ Guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Reg. 30(2) of LODR: The events specified in Para A of Part A of Schedule III shall be deemed to be material events and the listed entity shall make disclosure of such events. Point 4 (a)&(h) of Para A	Outcome of the Board Meeting held on 1 st February 2021, relating to Financial Results and Recommendation of Dividend	The outcome Financial results and recommendation of dividend) were intimated To BSE at 19:22 (with a delay of





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Sr.No.	Compliance Requirement (Regulations/ Circulars/ Guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	<p>of Part A of Schedule III: The listed entity shall disclose to the exchange, Outcome of the Board Meeting within 30 minutes of the closure of the meeting.: (a) Dividend (h) Financial Results</p>	<p>which ended at 17:22 was intimated with delay</p>	<p>90 minutes) To NSE at 19:38 (with a delay of 106 minutes). As informed, the said delay was on account of late receipt of signed financial results from the Statutory Auditors.</p>
2.	<p>Reg. 30(2) of LODR: The events specified in Para A of Part A of Schedule III shall be deemed to be material events and the listed entity shall make disclosure of such events. Point 4 (h) of Para A of Part A of Schedule III: The listed entity shall disclose to the exchange, Outcome of the Board Meeting within 30 minutes of the closure of the meeting.: (h) Financial Results</p>	<p>Outcome of the Board Meeting held on 26th April 2021, relating to Financial Results which ended at 14:45 hours was intimated with delay:</p>	<p>The results were intimated to BSE at 15:26 hours (with a delay of 11 minutes) and to NSE at 15:30 hours (with a delay of 15 minutes) As informed, the said delay was on account of late receipt of signed financial results from the Statutory Auditors.</p>

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





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- (c) The following are the details of 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 – **NONE**
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports **NOT APPLICABLE**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

S. N. Ananthasubramanian

S. N. Ananthasubramanian

Partner

FCS: 4206 | COP No.: 1774

ICSI UDIN : F004206C002453389

7th February 2022 :Thane

