

30th May, 2023

BSE Limited
Department of Corporate Services
PhirozeJeejeebhoy Towers,
Dalal Street
Mumbai-400 001
Scrip Code: 500139

NSE Limited
Department of Corporate Services
Exchange Plaza, Bandra,
Kurla Complex, Bandra (West),
Mumbai-400 051
Scrip Code: FEDDERELEC

Attn.: The Manager, Listing Dept.

Dear Sir,

Sub: Secretarial Compliance Report for financial year ended March 31, 2023

Please find enclosed the Secretarial Compliance Report of the Company for the financial year ended March 31, 2023, pursuant to Regulation 24A(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the above information on records.

Thanking you
For **Fedders Electric and Engineering Limited**

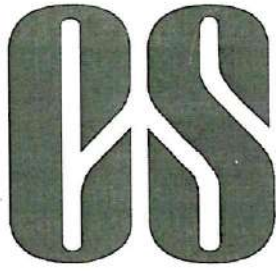
SAKSHI GOEL

Digitally signed by SAKSHI
GOEL
Date: 2023.05.30 17:12:47
+05'30'

Sakshi Goel
Company Secretary & Compliance officer



Encl: Compliance Report issued by the Practising Company Secretary



CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi - 110074
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

May 26, 2023

To
The Board of Directors
Fedders Electric and Engineering Limited
6 and 6/1 UPSIDC Industrial Area,
Sikandrabad, Bulandshahr
Uttar Pradesh - 203205

SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

We have been engaged by Fedders Electric and Engineering Limited(CIN: L29299UP1957PLC021118), 6 and 6/1 UPSIDC Industrial Area, Sikandrabad, Bulandshahr, Uttar Pradesh - 203205, to conduct an audit and issue Secretarial Compliance Report in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the 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 the provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and issue a report thereon.

The Audit was conducted in accordance with the Guidance Note on Secretarial Compliance Report issued by the Institute of Company Secretaries of India ("ICSI").

Secretarial Compliance Report is enclosed herewith.

For M/s Chetna Bhola & Associates
Company Secretaries
Peer Review No.: 2573/2022

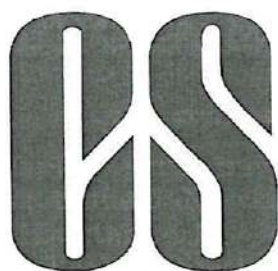


Chetna Bhola
Partner

Mem. No.: A41283
C.P. No.: 15802

UDIN: A041283E000386881

Date: May 26, 2023
Place: New Delhi



CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

SECRETARIAL COMPLIANCE REPORT OF FEDDERS ELECTRIC AND ENGINEERING LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

We have examined:

- (a) all the documents and records made available to us and explanation provided by Fedders Electric and Engineering Limited (CIN: L29299UP1957PLC021118), a Company incorporated under the Companies Act, 1956 having registered office at 6 and 6/1 UPSIDC Industrial Area, Sikandrabad, Bulandshahr, Uttar Pradesh – 203205 ("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 March 31, 2023 ("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, as amended from time to time;
- (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 period 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 period under review]*
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; *[Not Applicable as there was no reportable event during the period under review]*
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *[Not applicable to the Company during the review period]*





CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

(g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; *[Not applicable to the Company during the review period]*

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder;

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr.No.	Particular s	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India(ICSI),as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	No	The company is non-compliant of the Secretarial Standards-1 (SS-1) issued by the Institute of Company Secretaries of India and Section 118(10) of the Companies Act, 2013.
2.	Adoption and timely Updation of the Policies: - 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	No	The policies are not updated
3.	Maintenance and disclosures on Website: - The Listed entity 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 re-directs to the relevant document(s)/section of the website	Yes	The website of the listed entity is not separate and linked with website of its holding company i.e. IM+ Capitals Limited and not functional as per the requirement of the SEBI Regulations.
4.	Disqualification of Director: None of the Director (s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes, none of the Directors are disqualified.	





CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

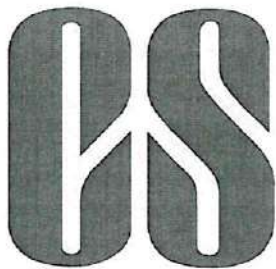
Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

Sr.No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as Other subsidiaries	N.A.	There are no material subsidiaries of the listed entity.
6.	Preservation of Documents: The listed entity 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.	No	The listed entity is not preserving and maintaining records as prescribed under SEBI LODR Regulations, 2015
7.	Performance Evaluation: The listed entity 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.	No	The listed entity has not conducted performance evaluation of the Board, Independent Directors and the Committees at during the financial year 2022-23 as prescribed under SEBI Regulations but the management has ensured to comply with this requirement in succeeding financial year i.e. 2023-24.
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or	Yes	
	(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.	N.A.	No such event reported during the period under review.
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	No	The listed entity has provided disclosure(s) pursuant to Regulation 30 read with the Schedule III of SEBI LODR Regulations, 2015 but not within the time limits prescribed thereunder.





CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

Sr.No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	The listed entity is required to strengthen the mechanism to identify the UPSI events in accordance with SEBI (PIT) Regulations, 2015
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ 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 thereunder except as provided under separate paragraph herein (**).	Yes, except in the matters as stated in this compliance report	
12.	Additional Non- compliances, if any: No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.	Yes, except in the matters as stated in this compliance report	





CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Compliances with the following conditions while appointing/ re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	N.A.	No such event reported during the period under review.
2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee: a. In case of any concern with the management of the listed entity/ material subsidiary such as non-availability of information/ non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings. b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with	N.A.	No such event reported during the period under review.





CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

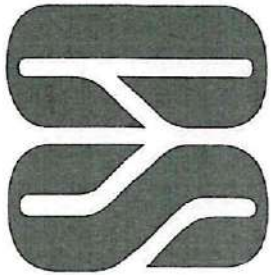
Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

	relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information/ explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable. c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor. ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI/ NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/ CFD/CMD1/114/2019 dated 18th October, 2019.	N.A.	No such event reported during the period under review.





CHEटना BHOLA & ASSOCIATES

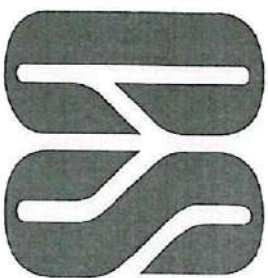
Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376 / 12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshuktraa@gmail.com; chetnabhola@gmail.com

(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:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter/ Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
1.	The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognised stock exchange(s) within twenty one days from the end of each quarter	Regulation 27(2) of the SEBI (LODR) Regulations, 2015	Non-submission of Corporate Governance report	--	--	The listed entity has not submitted Corporate Governance Report for the quarter ended June, 2022	June, 2022	--	--	The listed entity has not submitted Corporate Governance Report for the quarter ended June, 2022	The Company was under CIRP and after the approval of Resolution plan and NCLT order dated 06.10.2021, the Company was given a time frame of 12 months to complete all the compliances and we were in a process to update the Directors on the board.	
2.	The listed entity shall submit to the stock exchange(s) a statement showing holding of	Regulation 31(1)(b) of the SEBI (LODR)	Non-submission of Shareholding pattern	--	--	The listed entity had made delayed submission of	June, 2022	--	--	The listed entity had delayed submitted Shareholding Pattern for the quarter ended	The Company was under CIRP and	





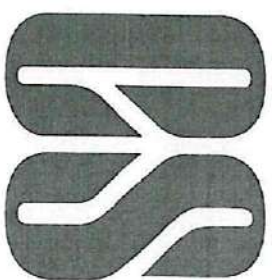
CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off: D-66, Chhattarpur Enclave I, Delhi - 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshukraa@gmail.com; chetnabhola@gmail.com

Sr. No.	Compliance Requirement(Regulations/ circulars/ guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter/ Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	securities and shareholding pattern separately for each class of securities, in the format specified by the Board on a quarterly basis, within twenty one days from the end of each quarter	Regulations, 2015				Shareholding Pattern for the quarter ended June, 2022				June, 2022	after the approval of Resolution plan and NCLT order dated 06.10.2021, the Company was given a time frame of 12 months to complete all the compliances and we were in a process to update the same.	
3.	The listed entity shall file with the recognised stock exchange(s) on a quarterly basis, within twenty one days from the end of each quarter, a	Regulation 13(3) of the SEBI (LODR) Regulations, 2015	Non-submission of investor complaints	--	--	The listed entity has not submitted investor complaints for the quarter ended June, 2022	June, 2022	--	--	The listed entity has not submitted investor complaints for the quarter ended June, 2022	The Company was under CIRP and after the approval of Resolution	





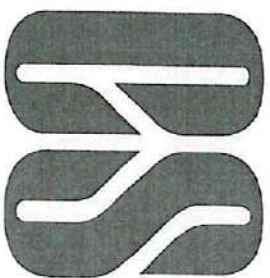
CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshuktraa@gmail.com; chetnabhola@gmail.com

Sr. No.	Compliance Requirement(Regulations/ circulars/ guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter/ Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter										plan and NCLT order dated 06.10.2021, the Company was given a time frame of 12 months to complete all the compliances and we were in a process to update the Directors on the board.	
4.	The listed entity shall submit a compliance certificate to the exchange, duly signed by both the compliance officer of the listed entity and the authorised representative of the	Regulation 7(3) of the SEBI(LODR) Regulations, 2015	Non-submission of the Compliance Certificate	--	--	The listed entity had made delayed submission of Compliance Certificate pursuant to Regulation 7(3) of the SEBI(LODR)	For the financial year ended March 31, 2022 and March 31, 2023	--	--	The listed entity had made delayed submission of Compliance Certificate pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015	--	--





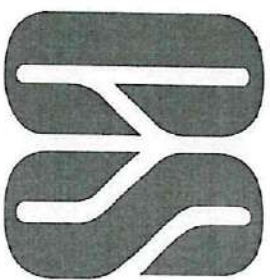
CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshukraa@gmail.com; chetnabhola@gmail.com

Sr. No.	Compliance Requirement(Regulations/ circulars/ guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter/ Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	share transfer agent, wherever applicable, within thirty days from the end of the financial year, certifying compliance with the requirements of sub-regulation (2).					Regulations, 2015				for the financial year ended March 31, 2022 and the same was submitted on 29.07.2022.		
5.	The listed entity shall ensure that the share transfer agent and/or the in-house share transfer facility, as the case may be, produces a certificate from a practicing company secretary within thirty days from the end of the financial year, certifying that all certificates have been issued within thirty days of the date of lodgement for transfer, sub-division,	Regulation 40(9) & (10) of the SEBI(LODR) Regulations, 2015	Non-submission of the Certificate	--	--	The listed entity had made delayed submission Certificate pursuant to Regulation 40(9) & (10) of the SEBI(LODR) Regulations, 2015	For the financial year ended March 31, 2022 and March 31, 2023	--	--	The listed entity had made delayed submission Certificate pursuant to Regulation 40(9) & (10) of the SEBI(LODR) Regulations, 2015 for the financial year ended March 31, 2022 and March 31, 2023 and the same was submitted on 28.07.2022.	--	--





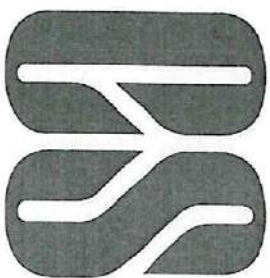
CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off: D-66, Chhattarpur Enclave I, Delhi - 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshukraa@gmail.com; chetnabhola@gmail.com

Sr. No.	Compliance Requirement(Regulations/ circulars/ guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter/ Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practising Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	consolidation, renewal, exchange or endorsement of calls/allotment monies											
6.	The listed entity shall give prior intimation to stock exchange about the meeting of the board of directors as prescribed under the regulations.	Regulation 29 of the SEBI(LODR) Regulations, 2015	Delay submission of the prior intimation of Board Meeting in which financial results was approved by the Board of Directors	--	--	The listed entity had not given prior intimation of ended June Board Meeting in which financial results was approved by the Board of Directors pursuant to Regulation 29 of the SEBI(LODR) Regulations, 2015	For the quarter ended June 30, 2022	--	--	The listed entity had not given prior intimation of Board Meeting in which financial results was approved by the Board of Directors pursuant to Regulation 29 of the SEBI(LODR) Regulations, 2015 and submitted the delayed intimation	--	--
7.	The listed entity shall submit quarterly and year-to-date financial results to the stock exchange within forty-	Regulation 33 of the SEBI (LODR) Regulations, 2015	Delay in submission of the unaudited financial results for the quarter ended June 30, 2022	--	--	The listed entity had not submitted the unaudited financial results for the quarter ended June 30, 2022 within the	For the quarter ended June 30, 2022	--	--	The listed entity had not submitted the unaudited financial results for the quarter ended June 30, 2022 within the prescribed timeline pursuant to	--	--





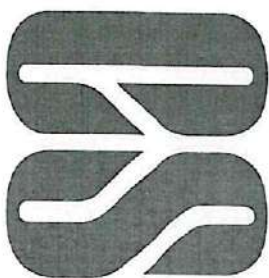
CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshuktraa@gmail.com; chetnabhola@gmail.com

Sr. No.	Compliance Requirement(Regulations/ circulars/ guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter/ Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	five days of end of each quarter along with limited review report issued by the Statutory Auditors of the Company, other than the last quarter					prescribed timeline and the results were submitted to the Stock Exchanges on October 01, 2022				Regulation 29 of the SEBI (LODR) Regulations, 2015 and the results were submitted to the Stock Exchanges on October 01, 2022.		
8.	The listed entity shall submit to the stock exchanges disclosures of related party transactions in every six months in the format as specified by the Board from time to time, and publish the same on its website	Regulation 23(9) of the SEBI (LODR) Regulations, 2015	Delay in submission of related party transactions for six months ended September 30, 2022	--	--	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022	For the six months ended September 30, 2022	--	--	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022 which was not within the timeline prescribed w/r 23(9) of the SEBI(LODR) Regulations, 2015	--	--
9.	Every listed entity shall submit a secretarial compliance report in such	Regulation 24A of the SEBI (LODR) Regulations, 2015	Delay in submission of Secretarial	--	--	The listed entity had made delayed submission of	For the financial year ended	--	--	The listed entity had made delayed submission of	--	--





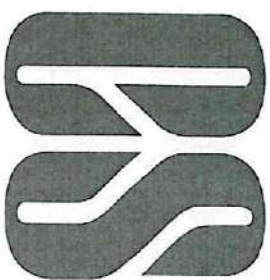
CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshuktraa@gmail.com; chetnabhola@gmail.com

Sr. No.	Compliance Requirement (Regulations/ circulars/ guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter/ Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practising Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	form as specified, to stock exchanges, within sixty days from end of each financial year		Compliance Report for the financial year ended March 31, 2022			Secretarial Compliance Report for the financial year ended March 31, 2022	March 31, 2022			Secretarial Compliance Report for the financial year ended March 31, 2022 on October 13, 2022		
10.	The listed entity shall submit to the stock exchange and publish on its website- (a) a copy of the annual report sent to the shareholders along with the notice of the annual general meeting not later than the day of commencement of dispatch to its shareholders; (b) in the event of any changes to the annual report, the revised copy along with the details of	Regulation 34(1) of the SEBI (LODR) Regulations, 2015	Delay in submission of Annual Report for the financial year ended March 31, 2022	--	--	The listed entity had made delayed submission of Annual Report for the financial year ended March 31, 2022	For the financial year ended March 31, 2022	--	--	The listed entity had made delayed submission of Annual Report for the financial year ended March 31, 2022 on December 13, 2022	--	--



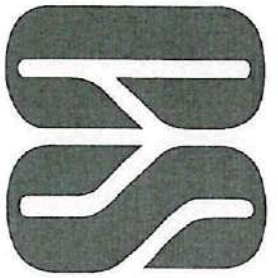


CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi - 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshuktraa@gmail.com; chetnabhola@gmail.com

Sr. No.	Compliance Requirement (Regulations/ circulars/ guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter/ Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	and explanation for the changes shall be sent not later than 48 hours after the annual general meeting.											
11.	Omnibus approval for related party transactions for the financial year 2022-23	Section 177 of the Companies Act, 2013 and Regulation 23(2) of the SEBI (LODR) Regulations, 2015	The listed entity has not taken the omnibus approval for related party transactions to be entered during the financial year 2022-23	--	--	The listed entity had not taken the omnibus approval for related party transactions to be entered during the financial year 2022-23	For the financial year 2022-			The listed entity had not taken the omnibus approval for related party transactions to be entered during the financial year 2022-23 pursuant to Section 177 of the Companies Act, 2013 and Regulation 23(2) of SEBI (LODR) Regulations, 2015	--	--



CHEITNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: 011-41675353; +91-7988842449

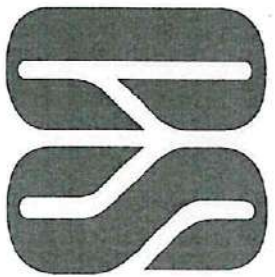
Email: csshukraa@gmail.com; chetnabhola@gmail.com

We further report that:

(i) Fedders Electric and Engineering Limited went into Corporate Insolvency Resolution Process under the provisions of the Insolvency and Bankruptcy Code, 2016 ("Code") in terms of order passed by the Hon'ble National Company Law Tribunal ("NCLT"), Allahabad Bench with effect from 14th August, 2019 and the powers of Board of Directors of the Company stand suspended effective from the CIRP commencement date and such powers along with the management of affairs of the Company are vested with the IRP in accordance with the provisions of Section 17 and 23 of the Insolvency Code read with Regulation 15(2A) & (2B) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Its affairs, business, and assets were being managed by the Insolvency Professional, Mr. Ashok Kumar Gulla, appointed as Interim Resolution Professional by the NCLT, Allahabad vide order dated 14th August, 2019 and continued as Resolution Professional by the approval of Committee of Creditors in its meeting held on 12th September, 2019 under provisions of the Code. Further, the Hon'ble NCLT, Allahabad bench vide its order dated 06.10.2021 has approved the Resolution Plan submitted by IM+ Capitals Limited.

(ii) The share capital before initiation of Corporate Insolvency Resolution Process (CIRP) of the Company is extinguished on 6th October, 2021 and the Company has allotted new share capital (post CIRP) on 3rd December, 2021 in pursuance of the Resolution Plan approved by Hon'ble NCLT, Allahabad vide its order dated 6th October, 2021. As explained by the management, the Company has already intimated to the Stock Exchanges regarding issue of share capital in pursuance of resolution plan, however the listing of the said shares is still pending. Due to pendency of listing application and further process, the listed entity is non-compliant w.r.t. maintain minimum public shareholding in terms of Securities Contracts (Regulation) Act, 1956 read with the Securities Contracts (Regulation) Rules, 1957.





CHETNA BHOLA & ASSOCIATES

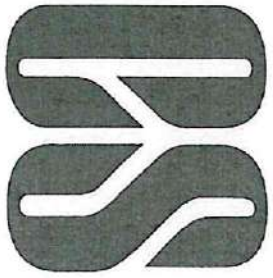
Company Secretaries
(A commercial unit of SCS Group)

Off: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshukraa@gmail.com; chetnabhola@gmail.com

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

Sr. No.	Compliance Requirement (Regulations/circulars /guidelines including specific clause)	Regulations/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Quarter / Month	Fine Amount (₹)	Waived Amount (₹)	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
1.	Composition of Board of Directors and Committees of the Board of Directors	Regulation 17 to Regulation 20 of the SEBI (LODR) Regulations, 2015	Board of Directors and Committees of the Board of Directors were not duly constituted	--	--	Board of Directors and Committees of the Board of Directors were not duly constituted in terms of the SEBI (LODR) Regulations, 2015	For the financial year 2021-22	--	--	The listed entity has duly constituted Board of Directors and Committees of the Board of Directors in terms of the SEBI (LODR) Regulations, 2015	--	--
2.	Filings w.r.t. compliances for the quarter/ half year/ year ended	Regulation 13(3), 31(1)(b), 27(2), 7(3), 23(9) etc. under SEBI (LODR) Regulations, 2015	Filings w.r.t. compliances for the quarter/ half year/ year ended March 31, 2022 were not made by the listed entity within the prescribed timelines in terms of the SEBI (LODR) Regulations, 2015	--	--	Filings w.r.t. compliances for the quarter/ half year/ year ended March 31, 2022 were not made by the listed entity within the prescribed timelines in terms of the SEBI (LODR) Regulations, 2015	For the financial year 2021-22	--	--	The listed entity had made the delayed submission of the compliance certificates or reports during 2022-23 in terms of the SEBI (LODR) Regulations, 2015, stated as above.	--	--





CHEटना BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshuktraa@gmail.com; chetnabhola@gmail.com

For M/s Chetna Bhola & Associates
Company Secretaries
Peer Review No.: 2573/2022



Chetna Bhola
Partner
Mem. No.: A41283
C.P. No.: 15802
UDIN: A041283E000386881

Date: May 26, 2023
Place: New Delhi