

**DELEGATION OF POWER OF COMPANY SECRETARY DEPARTMENT**

| <b>Sl. No.</b> | <b>Particulars</b>  | <b>Delegation</b>  |
|----------------|---|--|
| 1.             | Appointment of Registrar & Transfer Agent (R& TA), including fees   | Stakeholder's Relationship Committee of Directors  |
| 2.             | Renewal of contract of R & TA on same terms & conditions  | Company Secretary with a report to next higher authority   |
| 3.             | Bills of R & TA as per the rates specified in the Agreement   | Company Secretary  |
| 4.             | Printing of New Share Certificates /Dividend warrants /stationery/IEPF related expenses etc.  | Company Secretary with a report to next higher authority   |
| 5.             | Advertisement for issue of duplicate share certificates   | Company Secretary  |
| 6.             | Engaging Advocates in respect of disputes with investors and others regarding R&TA services pending in Courts / CDRFs and payment of their fees.  | As per Legal DoP   |
| 7.             | Waiver/Remission in genuine cases of:   |  |
| i)             | Interest on delayed payment of allotment money  | Company Secretary  |
| ii)            | Charges for advertisement for issue of duplicate share certificate  | Company Secretary  |
| iii)           | Requirement of Court order in case of loss of share certificate by buyer when share certificate has been lost in transit to /from Company.  | Company Secretary  |
| 8.             | Payment of Compensation / Cost awarded by Court/CDRF:   | i. CS upto Rs.50,000/-<br>ii. GM upto Rs. Above Rs.50,000/- upto Rs.1,00,000/-<br>iii. CGM / Vertical Head – Above Rs.1,00,000/- upto Rs.2,00,000/-<br>iv. DMD-Above Rs.2,00,000/- |
| 9.             | Preferring an appeal against the Order of Court/ CDRF   | As per Legal DoP   |
| 10.            | Payment of Annual Listing Fees to Stock Exchanges   | Company Secretary  |
| 11.            | Payment of Additional Listing Fees /Processing Fee to Stock Exchanges in respect of Right Issue/ Further Issue/ Preferential Issue, etc. and /or Payment of Application Fee to SEBI in view of obtaining exemption under SEBI Regulations | Company Secretary  |
| 12.            | Payment of Annual Fees to Depositories (CDSL & NSDL)  | Company Secretary  |
| 13.            | Payment of Corporate Action Fees /Processing Charges to Depositories/ (CDSL & NSDL)/  | Company Secretary  |

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| 14.     | Corporate Law Matters – seeking expert advice/opinion other than from Lawyers/ advocates, when required on matters pertaining to Corporate Laws   | i. Company Secretary upto Rs.1,00,000/<br>ii.GM-Above Rs.1,00,000/- upto Rs.2,00,000/-<br>iii.CGM / Vertical Head - Above Rs.2,00,000/- upto Rs. 4,00,000/-<br>iv.DMD - Above Rs.4,00,000/- |
| 15.     | Payment of professional/consultancy fees  | i.Company Secretary upto Rs.1,00,000/-<br>ii.GM-Above Rs.1,00,000/- upto Rs.2,00,000/-<br>iii.CGM / Vertical Head - Above Rs.2,00,000/- upto Rs. 4,00,000/-<br>iv.DMD - Above Rs.4,00,000/- |
| 16.     | Advertisements required under Companies Act, SEBI (LODR) etc. such as advertisement regarding date of Board Meeting for consideration of annual accounts and financial results, publication of financial results, notice of book closure and AGM/ General Meeting / Postal Ballot, etc. | Company Secretary   |
| 17.     | Payment of all expenses regarding Directors' meeting  | DGM   |
| 18.     | Payment of sitting fees to Directors.   | Company Secretary   |
| 19.     | Subscription of Journals, books directly related to the department  | Company Secretary   |
| 20.     | Matters relating to holding AGM/ General Meeting / Postal Ballot  | Company Secretary   |
| 21.     | Matters relating to payment of Dividend on Equity Shares (including appointment of Bankers).  | HoD with a report to MD & CEO   |
| 22.     | Payment for work order, with prior approved rates   | Company Secretary   |
| 23.     | Payment of expenses related to transfer of unclaimed Shares/ amount to Investor Education & Protection Fund (IEPF), in compliance of IEPF Rules   | Company Secretary   |
| 24.     | To issue Notices/ Letters to Directors for the Meeting of Board/ Committee of Directors/ Circulation of Resolution to be passed through Circulation   | Company Secretary<br>Or<br>In the absence of Company Secretary, Secretary to the Board  |
| 25.     | Renewing Directors' & Officers' Liability Insurance Policy in line with the Board approved sum assured  | HOD in coordination with CPD  |
| 26.     | Appointment of Designated Depository as per SEBI Circulars on Monitoring of Foreign Investment limits and System Driver Disclosures in Securities market.   | DGM with report to next higher authority  |
| 27.     | Payment of Annual Maintenance Charges to Designated Depository as per SEBI Circulars on Monitoring of   | Company Secretary   |



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|         | Foreign Investment limits and System Driver Disclosures in Securities market.  |   |
| 28      | Payment of Statutory fees/ Postage expenses/ other charges etc, to meet compliance of Statutory Requirements, not covered in DOP               | Company Secretary   |
| 29      | Payment of Fines, Penalties and Strictures imposed, if any, by Statutory/ Regulatory Authority   | Company Secretary   |
| 30      | Procurement of Goods/Services  | a) Through GeM Portal – CS<br>b) Outside GeM Portal – HoD<br>(in case of CS Being HoD, the Competent Authority for procurement outside GeM shall be C&OC) |
| 31      | Opening of Account / Registration with Depositories/ Depository Participants / Service Providers in accordance with the Statutory Requirements | Company Secretary   |
| 32      | Payment of Annual Maintenance Charges of Statutory Registrations   | Company Secretary   |
| 33      | Payment of Stamp Duty on Allotment of Securities   | Company Secretary with as report to next Higher Authority   |

**Note: In the absence of the Authority as defined in the respective Delegation of Powers, the next Higher Authority shall exercise the powers.**

