



AN ISO 9001 COMPANY

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Website : www.cenlub.in  
CIN : L67120HR1992PLC035087

(Regd. Office-cum-Unit-I)

**CENLUB INDUSTRIES LTD.**  
Plot No.235, Sector-58,  
Ballabgarh, Faridabad – 121004,  
Haryana, India

Ref No; CIL/SE/R-65/2024-25/600; 24th January, 2024

To,  
Bombay Stock Exchange Limited,  
Corporate Relationship Department ,  
1<sup>st</sup> Floor, New trading Ring ,  
Rotunda Building , P J Towers,  
Dalal Street, Fort, Mumbai-4000 001

Scrip Code:522251

**Re: Integrated Filing (Governance) for the quarter ended on 31<sup>st</sup> December 2024**

Dear Sir/Madam,

Pursuant to SEBI circular no. SEBI/HO/CFD-PoD-2/CIR/P/2024/185 read with Regulation 10(1A) of SEBI Listing Regulations, we are enclosing "Integrated Filing –Governance" for the quarter ended 31<sup>st</sup> December 2024.

Thanking You,

Yours faithfully,

For CENLUB INDUSTRIES LTD

  
ANSH MITTAL  
WHOLE TIME DIRECTOR  
DIN: 00041986

Encl: as stated above

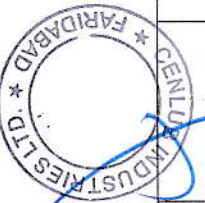
**ENGINEERS OF CENTRALISED LUBRICATION SYSTEM**

**FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE)****A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis**

1. Name of Listed Entity - **CENLUB INDUSTRIES LIMITED**
2. Quarter ending - **31<sup>st</sup> December, 2024**

**i. Composition Of Board Of Directors**

Title (Mr./Ms)	Name of the Director	PAN& DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure* (in months)	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to regulation 17A(1)] & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Mrs.	Madhu Mittal	PAN: ABJPM4483F DIN: 00006418	Executive Director/ Chairperson/ CEO/MD	01/04/2008	01/07/2024	Nil	36	02-08-1955	1	0	0	0
Mr.	Aman Mittal	PAN: ABJPM4469M DIN: 00006435	Executive Director	01/08/2010	01-08-2022	Nil	36	08-04-1974	1	0	0	0
Mr.	Ansh Mittal	PAN: AIYPM2982M DIN: 00041986	Executive Director	21/10/2005	01/05/2022	Nil	36	15-09-1984	1	0	1	0
Mr.	Dinesh Kaushal	PAN: ADYPK5274B DIN: 00006490	Non-Executive Independent Director	15/02/2003	24/09/2021	Nil	60	10-03-1969	1	1	1	1





Mr. Tarun Kumar Gupta	PAN: ABHPPG9361Q DIN: 01581768	Non-Executive Independent Director	31/12/2021	31/12/2021	Nil	60	10/11/1969	1	2	1
Mr. Kamlesh Kumar Johari	PAN: ABBPJ4123D DIN: 01453926	Non-Executive Independent Director	28/06/2024	28/06/2024	Nil	60	05/12/1954	1	2	1
Whether Regular chairperson appointed: YES										
Whether Chairperson is related to managing director or CEO: YES-Same										
<p>\$PAN number of any director would not be displayed on the website of Stock Exchange &amp; Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen</p> <p>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</p>										
<b>II. Composition of Committees</b>										
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee)	Date of Appointment	Date of Cessation					
1. Audit Committee	Yes	1. Dinesh Kaushal 2. Tarun Kumar Gupta 3. Kamlesh Kumar Johari	1. Chairperson/Non-Executive/Independent 2. Member/Non-Executive/Independent 3. Member/Non-Executive/Independent	1. 11-08-2017 2. 12-02-2022 3. 28-06-2024	Not Applicable Not Applicable Not Applicable					
2. Nomination & Remuneration Committee	Yes	1. Tarun Kumar Gupta 2. Dinesh Kaushal 3. Kamlesh Kumar Johari	1. Chairperson/Non-Executive/Independent 2. Member/Non-Executive/Independent 3. Member/Non-Executive/Independent	1. 28-06-2024 2. 12-08-2022 3. 28-06-2024	Not Applicable Not Applicable Not Applicable					
3. Risk Management Committee (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable					
4. Stakeholders Relationship Committee	Yes	1. Kamlesh Kumar Johari 2. Tarun Kumar Gupta 3. Ansh Mittal	1. Chairperson/Non-Executive/Independent 2. Member/Non-Executive/Independent 3. Member-Executive	1. 28-06-2024 2. 12-02-2022 3. 12-08-2022	Not Applicable					



**III. Meeting of Board of Directors**

Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
14-11-2024	Yes / No				
14-11-2024	Yes	6	3	12-08-2024	93

\* to be filled in only for the current quarter meetings

**IV. Meeting of Committees**

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
		Yes / No				
Audit Committee	14-11-2024	Yes	3	3	12-08-2024	93

\* to be filled in only for the current quarter meetings

\*\* This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional





V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: **Yes**
  2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
    - a. Audit Committee: **Yes**
    - b. Nomination & remuneration committee: **Yes**
    - c. Stakeholders relationship committee: **Yes**
    - d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000) **Not Applicable**
  3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: **Yes**
  4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: **Yes**.
  5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.: **Yes**
- Any comments/observations/advice of Board of Directors may be mentioned here: No comments/observation/advice of Board of Directors

Name & Designation

Ansh Mittal  
CFO  
Place : Faridabad  
Date:24.01.2024



**Note:** Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement "same as previous quarter" may be given.

**B. INVESTOR GRIEVANCE REDRESSAL REPORT**

**Investor Grievance Redressal Report**

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES**

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
NOT APPLICABLE					



**D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY**

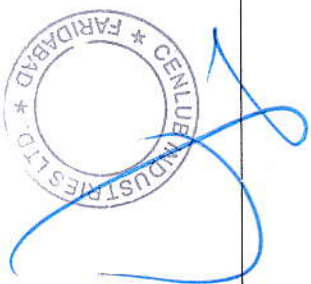
The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
NIL					

**E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES**

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
NIL				





**F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings i.e., 2nd and 4th quarter)**

HALF YEAR ENDING - .....

**I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below**

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them		
Directors (including relatives ) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter, etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (Talking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives ) or any other entity controlled by them			
KMPs or any other entity controlled by them			

NOT APPLICABLE DURING THE QUARTER





(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives ) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**II. Affirmations:**

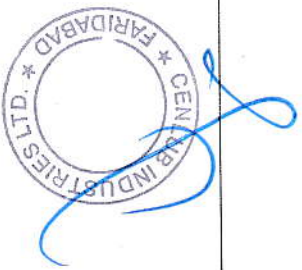
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) or their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

**Name & Designation**

**CEO / CFO**

**Note**

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/for the Government or government company
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - by a banking company or an insurance company; and
  - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.



**G. AFFIRMATIONS ON COMPLIANCE REQUIREMENTS FOR AGM (applicable only for the first half-year filing i.e., 2nd quarter)**

**I Affirmations**

	Regulation Number	Compliance status (Yes/No/NA)refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1A), 24A(1B), 24A(1C)	
Compliance with the conditions laid down for Secretarial Auditor or the signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	
Submission of Annual Secretarial Compliance Report	24A(2)	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	

NOT APPLICABLE DURING THE QUARTER

**Note**  
 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of LODR Regulations, "Yes" may be indicated.  
 2 If status is "No" details of non-compliance may be given here.  
 3 If the Listed Entity would like to provide any other information the same may be indicated here.

**Name & Designation**  
 Company Secretary / Compliance Officer / Managing Director / CEO / CFO

**H. WEBSITE AFFIRMATIONS (applicable only for Annual Filing i.e., 4th quarter)**

**I. Disclosure on website in terms of LODR Regulations**





Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business		
aa) Memorandum of Association and Articles of Association		
ab) Brief profile of board of directors including directorship and full-time positions in body corporates		
b) Terms and conditions of appointment of independent directors		
c) Composition of various committees of board of directors		
d) Code of conduct of board of directors and senior management personnel		
e) Details of establishment of vigil mechanism/ Whistle Blower policy		
f) Criteria of making payments to non-executive directors		
g) Policy on dealing with related party transactions		
h) Policy for determining 'material' subsidiaries		
i) Details of familiarization programmes imparted to directors		
j) email address for grievance redressal and details		
k) Contact information of the designated persons in the listed entity who are responsible for assisting and handling grievances		
l) Financial results		
m) Shareholding pattern		
n) Details of agreements entered into with the media companies and/or their associates		

NOT APPLICABLE DURING THE QUARTER



<p>o) (i) Schedule of analyst or institutional investor meet                  (ii) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.</p>		
<p>oA) Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means</p>		
<p>p) New name and the old name of the listed entity</p>		
<p>q) Advertisements as per regulation 47(1)</p>		
<p>r) Credit rating or revision in credit rating obtained</p>		
<p>s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year</p>		
<p>t) Secretarial Compliance Report</p>		
<p>u) Materiality Policy as per Regulation 30(4)</p>		
<p>v) Disclosure of contact details of KMP who are authorized for determining materiality as required under regulation 29</p>		
<p>w) Disclosures under regulation 30(8)</p>		
<p>x) Statements of deviation(s) or variations(s) as specified in regulation 32</p>		
<p>y) Dividend distribution policy as specified in regulation 43A(1)</p>		
<p>z) Annual return as provided under section 92 of the Companies Act, 2013</p>		
<p>za) Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021</p>		
<p><input type="checkbox"/> Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)</p>		
<p><input type="checkbox"/> Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updation</p>		

NOT APPLICABLE DURING THE QUARTER





**I. AFFIRMATIONS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS (applicable only for Annual Filing i.e., 4<sup>th</sup> quarter)**

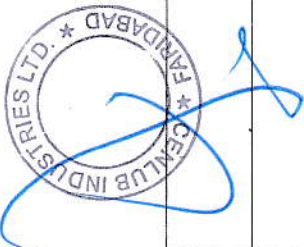
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	
Board composition	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	
Meeting of Board of directors	17(2)	
Quorum of Board meeting	17(2A)	
Review of Compliance Reports	17(3)	
Plans for orderly succession for Appointments		
Code of Conduct		
Fees/compensation	17(6)	
Minimum Information	17(7)	
Compliance Certificate	17(8)	
Risk Assessment & Management	17(9)	
Performance Evaluation of Independent Directors	17(10)	
Recommendation of Board	17(11)	
Maximum number of directorships	17A	
Composition of Audit Committee	18(1)	
Meeting of Audit Committee	18(2)	

NOT APPLICABLE DURING THE QUARTER



Role of Audit Committee and information to be reviewed by the audit committee	18(3)	
Composition of nomination & remuneration committee	19(1) & (2)	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	
Meeting of nomination & remuneration committee	19(3A)	
Role of Nomination and Remuneration Committee	19(4)	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	
Meeting of stakeholder relationship committee	20 (3A)	
Role of Stakeholders Relationship Committee		
Composition and role of risk management committee	21(1), (2), (3), (4)	
Meeting of Risk Management Committee	21(3A)	
Quorum of Risk Management Committee	21(3B)	
Gap between the meetings of the Risk Management Committee	21(3C)	
Vigil Mechanism	22	
Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	
Approval for material related party transactions	23(4)	
Disclosure of related party transactions on consolidated basis	23(9)	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	

NOT APPLICABLE DURING THE QUARTER





Alternate Director to Independent Director	25(1)	
Maximum Tenure	25(2)	
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	
Meeting of independent directors	25(3) & (4)	
Familiarization of independent directors	25(7)	
Declaration from Independent Director	25(8) & (9)	
Directors and Officers insurance		
Confirmation with respect to appointment of Independent Directors who are not members of the listed entity		
Memberships in Committees	26(1)	
Affirmation with compliance to code of conduct for Independent Directors and Senior management Personnel	26(3)	
Policy with respect to Obligations of directors and Senior management	26(2) & 26(5)	
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.	26(6)	
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	

NOT APPLICABLE DURING THE QUARTER

**Note**  
 1. In the column "Compliance Status" compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of LODR Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.  
 2. If status is "No" details of non-compliance may be given here.  
 3. If the Listed Entity would like to provide any other information the same may be indicated here.

**III Affirmations:**  
 The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.

**Name & Designation**  
**Company Secretary / Compliance Officer / Managing Director / CEO / CFO**

