

# Cityon Systems (India) Ltd.

**Regd. Office :**

215, Delhi Chambers, Delhi Gate, Delhi- 110002

CIN : U72900DL2004PLC126096

Phone No. : +91-11-41563395, 43667149

E-mail : info@cityonsystems.in, Website : www.cityonsystems.in



**Dated: 19<sup>th</sup> April, 2024**

To,  
The Deputy General Manager,  
Department of Corporate Services,  
BSE LIMITED  
PhirozeJeejeebhoy Towers  
Dalal Street, Mumbai– 400001

**SUB.: Non-Applicability of Regulations 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Ref.: Cityon Systems (India) Limited (SCRIP CODE- 780013)**

Dear Sir/Madam,

Please find enclosed herewith

1. Disclosure of Non-Applicability under regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter/year ended on 31<sup>st</sup> March, 2024.
2. Certificate by company secretary of the company for non applicability of corporate governance.
3. Certificate from a PCS to the Stock Exchange(s) certifying non-applicability of Corporate Governance at the beginning of every financial year pursuant to Master Circular SEBI/HO/CFD/POD2/CIR/P/2023/120 dated July 11, 2023.

This is for your kind information and record.

Thanking You,  
**For Cityon Systems (India) Limited**

**RadhikaJhunjunwala**  
**Company Secretary**  
**M. No.: A38550**

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To,  
M/s. BSE LIMITED  
The Deputy General Manager,  
Department of Corporate Services,  
PhirozeJeejeebhoy Towers  
Dalal Street, Mumbai—400001

**SUBJECT: Certificate for Non-Applicability of Corporate Governance Provisions under SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015**

**Ref.: Cityon Systems (India) Limited (SCRIP CODE- 780013)**

Dear Sir/Madam,

As per Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the Corporate Governance provisions specified in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and Clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V shall not apply to the following class of Companies:

- a. The listed companies having paid up equity share capital not exceeding Rs. 10 Cr. and Networth not exceeding Rs. 25 Cr, as on the last day of the previous financial year;
- b. The listed Companies which has listed its specified securities on the SME Exchange.

We hereby confirm that our Company is listed on SME Exchange (ITP) of BSE Ltd. Hence, Regulation-17 to 27 and Regulation -46 (2) (b) to (i) and (t) and para C, D and E of Schedule V shall not apply to the Company.

We are therefore enclosing the Corporate Governance Non-Applicability Certificate from Compliance officer for the quarter/year ended on 31.03.2024.

We hereby request you to update the same in your records.

**Thanking you  
For Cityon Systems (India) Limited**

**RadhikaJhunjunwala  
Company Secretary  
M. No.: A38550**

**Date: 19.04.2024**

**Encl.: Non-Applicability Certificate of Corporate Governance**

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## **NON-APPLICABILITY CERTIFICATE OF CORPORATE GOVERNANCE**

This is to certify that the Company i.e., “**CITYON SYSTEMS (INDIA) LIMITED**” vide **ScripCode: 780013** has listed its specified securities on SME Exchange (ITP) of BSE Limited and hence the provisions of Regulation 27 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Regulation 15 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 are not applicable to the Company. Thus, it is not required to submit the Quarterly Compliance Report on Corporate Governance for the Quarter/Year ended on 31<sup>st</sup> March, 2024.

**Thanking you  
For Cityon Systems (India) Limited**

**Radhika Jhunjhunwala  
Company Secretary  
M. No.: A38550**

**Date: 19.04.2024**

**Certificate on Non-Applicability of Corporate Governance  
Requirements**

*Pursuant to Master Circular SEBI/HO/CFD/POD2/CIR/P/2023/120 dated July 11, 2023*

I, Vaibhav Agnihotri, Practicing Company Secretary, have examined the relevant records and documents of **Cityon Systems (India) Limited** (the "Company") and provide this report on the non-applicability of corporate governance requirements.

Based on my examination, I report that the Company is not required to comply with the corporate governance requirements as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) for the following reasons:

1. The Company has listed its specified securities on the SME Exchange which falls under the exemption criteria for non-applicability of corporate governance as mentioned in Regulation 15(2) (b).
2. The Company does not fall under the category of "high value debt listed entities" as defined under the SEBI Listing Regulations, and hence the corporate governance requirements for such entities are not applicable.
3. The Company is not a subsidiary of a listed company, and hence the corporate governance requirements applicable to subsidiaries of listed companies are not applicable.

Therefore, based on the above, I confirm that the corporate governance requirements as per the SEBI Listing Regulations are not applicable to the Company at present.

Thanking you.

**For V. Agnihotri & Associates**

Practicing Company Secretary

Vaibhav  
Agnihotri

Digitally signed by  
Vaibhav Agnihotri  
Date: 2024.04.19 15:39:00  
+05'30'

**FCS Vaibhav Agnihotri**

(Proprietor)

Mem No.: 10363/C.P No. 21596

Peer Review No. 2065/2022

Date: 19.04.2024

Place: Kanpur