

Date: 06.05.2020

<p>To,</p> <p><b>BSE LIMITED</b> Phiroze Jeejeebhoy Towers Dalal Street ,Mumbai – 400001 <a href="tel:022-22721233/34">Tel:022-22721233/34</a> Fax: 022-22722131/2037/2061/41 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> <a href="mailto:corp.compliance@bseindia.com">corp.compliance@bseindia.com</a></p> <p>Scrip Code: 532172</p>	<p>To,</p> <p><b>The National Stock Exchange Limited,</b> Exchange Plaza, BandraKurla Complex, Bandra (East), Mumbai: 400051 Tel: 022-26598235/36/452 Fax: 022-26598237/38 Email: <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a></p> <p>Scrip Code: ADROITINFO</p>
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Dear Sir/Madam

**Sub: Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March; 2020**

This is with reference to the SEBI Circular No. **CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February'2019**; Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations'2015, as amended, herewith find the attached Annual Secretarial Compliance Report duly certified by the Practicing Company Secretary for the year ended 31<sup>st</sup> March'2020.

This is for the information and records of the Exchange.

Kindly acknowledge the receipt of the same.

Thanking you.  
Yours Sincerely,

**For Adroit Infotech Limited**



**Shradha Sonani**  
Company Secretary &  
Compliance Officer

**Encl: - Annual Secretarial Compliance Report**

# CHARUGOLASH

## Company Secretary in Practice

### **Secretarial Compliance Report of Adroit Infotech Limited** **for the Year Ended 31<sup>st</sup> March'2020**

Secretarial Compliance Report under Reg. 24A SEBI (LODR)

To,  
**M/s. ADROIT INFOTECH LIMITED**  
**CIN:- L72300TG1990PLC011129**  
**Plot No. 7A, MLA Colony,**  
**Road No. 12, Banjara Hills**  
**Hyderabad TG 500034 IN.**

I **Charu Golash**, Company Secretary in Practice have examined:

- a) All the documents and records made available to us and explanation provided by **M/s. ADROIT INFOTECH LIMITED** ("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 31<sup>st</sup> March'2020 ("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 thereunder 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 to the Company during the Review Period)



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M- F7325, CoP- 8005



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New Alipore, Block - A  
Kolkata- 700053.



# CHARUGOLASH

## Company Secretary in Practice

- (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 to the Company during the Review Period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable to the Company during the Review Period)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Review Period)
- (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; and
- (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2018 and
- (j) Other regulations as applicable and circulars/ guidelines issued thereunder.

And based on the above examination, I hereby report that, during the Review Period:

- 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:-

S. No	Compliance Requirement (Regulations/Circulars/Guidelines Including Specific Clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1	NIL	NIL	NIL
2	NIL	NIL	NIL



# CHARU GOLASH

## Company Secretary in Practice


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

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter,	Observations/ remarks of the Practicing Company Secretary, if
1	NA	NA	NA	NA
2	NA	NA	NA	NA

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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations in the secretarial compliance report for the year Ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	NIL	NIL	NIL	NIL
2	NIL	NIL	NIL	NIL

  
**Ms. CHARU GOLASH**  
Company Secretary in Practice,  
23B/8A, Diamond Harbour Road,  
New Alipore, Block - A,  
Kolkata - 700053.  
FCS-7325  
COP-8005

  
**CHARU GOLASH**  
Practicing Company Secretary  
Membership No. 7325  
Certificate of Practice No. 8005  
UDIN: F007325B000204148

Place: Hyderabad

Date: 05-05-2020



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