



# SANTOSH KUMAR PRADHAN COMPANY SECRETARIES

## Secretarial Compliance Report Of Ahluwalia Contracts (India) Limited (CIN: L45101DL1979PLC009654) For the Financial Year Ended 31<sup>st</sup> March, 2024

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Ahluwalia Contracts (India) Limited (CIN: L45101DL1979PLC009654) (hereinafter referred to as the Listed Entity)**, having its Registered Office A-177, Okhla Industrial Area, Phase-I, New Delhi-110020. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observation thereon.

Based on our verification of the listed entity's books, paper, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on 31<sup>st</sup> March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

I, Santosh Kumar Pradhan, Company Secretary in Practice, have examined:

- (a) All the documents and records made available to me and explanation provided by **Ahluwalia Contracts (India) Limited (CIN: L45101DL1979PLC009654) (hereinafter referred to as the Listed Entity)**.
- (b) The filling/ submissions made by the Listed Entity to the Stock Exchanges,
- (c) Website of the Listed Entity,
- (d) Any other document/ filling, as may be relevant, which has been relied upon to make this report for the Financial Year ended 31<sup>st</sup> March, 2024 ("Review Period") in respect of Compliance of the Provisions of:
  - i. The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulation, Circulars, Guidelines issued thereunder; and
  - ii. 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, who's 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018:- **Not applicable during the Review period.**
- (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 during the Review period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021:- **Not applicable during the Review period.**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021:- **Not applicable during the Review period.**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder and based on the above examination, I hereby report that, during the Review Period:

- I. (a) The Listed Entity has complied with the provisions of the above Regulations and the Circulars/Guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practising Company Secretary	Management Response	Remarks

1	SEBI LODR Regulations, 2015	Listed Entities are required to submit the Disclosure on related party transactions every six months on the date of publication of its standalone & consolidated financial results as per Regulation 23(9) of LODR	Listed Entity has not submitted its related party transaction report for the six months ended 31 <sup>st</sup> March, 2023 within the stipulated time period.	National Stock Exchange (NSE) and Bombay Stock Exchange (BSE)	Fine	Delay in submission of Related Party transaction report for the 6 months ended 31 <sup>st</sup> March, 2023.	Rs. 5,900 /- (inclusive of GST) by both the Stock Exchanges respectively.	The Listed entity has submitted the related party transaction report in XBRL format with BSE & NSE on 29 <sup>th</sup> May, 2023 instead of 27 <sup>th</sup> May, 2023 as required under Regulation 23(9) of LODR.	The Listed entity has approved its financial results for the year ended 31 <sup>st</sup> March, 2023 on 27 <sup>th</sup> May, 2023 and submitted the report to both Stock Exchanges in PDF file on the same day and next day, being Sunday, the listed entity submitted the XBRL file on Monday, 29 <sup>th</sup> May, 2023.	Nil
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The Listed Entity has received Letters, clarifications and E-mails from the Stock Exchanges, which were duly replied by the Company during the period under review:

(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)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the practicing Company Secretary	Management Response	Remarks
	N.A	N.A	N.A	N.A	N.A	N.A	N.A	The Listed Entity was not required to take any action as per observations of previous year's reports as the same was already complied by the Listed Entity before the issue of previous year's report.	N.A	Nil

II. The provisions of Para 6 of Circulars no. CIR/CFD/CMD1/114/2019 issued by SEBI on 18<sup>th</sup> October, 2019 in terms of resignation of Statutory Auditors are not applicable on the Listed Entity during the Review Period as there was no change in Auditors of the Company during the Review Period.

III. I further report that during the review period, the compliance status of the Listed entity as required under NSE Circular Ref No: NSE/CML/2023/21 dated 16<sup>th</sup> March, 2023 & NSE/CML/2023/30 dated 10<sup>th</sup> April, 2023 and the BSE Circular No. 20230316-14 dated 16<sup>th</sup> March, 2023 & 20230410-41 dated 10<sup>th</sup> April, 2023, are annexed as **Annexure-A** to the report.

**Assumptions & Limitation of Scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our Responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of Financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For Santosh Kumar Pradhan  
Company Secretaries

Place: Ghaziabad  
Date: 27.05.2024

Santosh Kumar Pradhan  
Proprietor  
C. P. No. : 7647  
FCS No. F6973  
P.R. No. 1388/2021  
UDIN: F006973F000462439

**ANNEXURE-A**

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

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remark by PCS
1.	<b><u>Secretarial Standard:</u></b> The compliances of listed entity are in accordance with the applicable Secretarial Standard (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.	Yes	Nil
2.	<b><u>Adoption and timely Updation of Policies:</u></b> <ul style="list-style-type: none"><li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li><li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circular/ guidelines issued by SEBI.</li></ul>	Yes	Nil
3.	<b><u>Maintenance and disclosure on website:</u></b> <ul style="list-style-type: none"><li>The listed entity is maintaining a functional website</li><li>Timely dissemination of the documents /information under a separate section on the website.</li><li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific</li></ul>	Yes	Nil

	which re-directs to the relevant document(s)/section of the website.		
4.	<b><u>Disqualification of Director:</u></b> None of the Director of the Company are disqualified under section 164 of the companies Act, 2013 as confirmed by the listed entity.	Yes	Nil
5.	<b><u>Details related to subsidiaries of listed entities have been examined w.r.t.:</u></b> (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	Yes	The Company does not have any material subsidiary during the review period.
6.	<b><u>Preservation of Documents:</u></b> 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.	Yes	Nil
7.	<b><u>Performance Evaluation:</u></b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	Nil
8.	<b><u>Related party Transactions:</u></b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provide 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.	Yes	Nil
9.	<b><u>Disclosure of events or information:</u></b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulation, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	<b><u>Prohibitions of insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
11.	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b>	No	BSE & NSE imposed fine of

**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

	No Action 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.		Rs. 5,900/- on the Listed Entity as mentioned under Clause I (a) above.
12.	<b><u>Additional Non- compliance, if any:</u></b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	Nil

**Place: Ghaziabad  
Date: 27.05.2024**

**For Santosh Kumar Pradhan  
Company Secretaries**

**Santosh Kumar Pradhan  
Proprietor  
C. P. No. : 7647  
FCS No. F6973  
P.R. No. 1388/2021  
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