



ADC/2021-22/24A

May 27, 2022

**Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001**

Dear Sir/Madam

**Sub: Annual Secretarial Compliance Report for the financial year ended
March 31, 2022**

Ref: Scrip Code: 523411

Dear Sir/Madam

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the financial year 2021-22.

This is for your information and records.

Thanking you,

Yours faithfully,
For ADC India Communications Limited

R. Ganesh

**R. Ganesh
Company Secretary**

**ADC India Communications Limited
CIN : L32209KA1988PLC009313**

**Regd. Office & Factory : No. 10C, 2nd Phase, 1st Main, P.B. No. 5812, Peenya Industrial Area,
Bangalore - 560 058. Tel : + 91 80 2839 6102 / 2839 6291,
E-mail : support@adckcl.com, Website : www.adckcl.com**



Secretarial compliance report of ADC India Communications Limited for the year ended March 31, 2022

We have examined:

- (a) all the documents and records made available to us and explanation provided by ADC India Communications Limited ("the listed entity");
- (b) the filings/ submissions made by the listed entity to the stock exchange;
- (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 March 31, 2022 ("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 thereunder; and
- (b) 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, whose 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) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not Applicable to the Company during the Audit Period);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The 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 and Sweat Equity) Regulations, 2021; (Not Applicable to the Company during the Audit Period);
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not Applicable to the Company during the Audit Period);
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

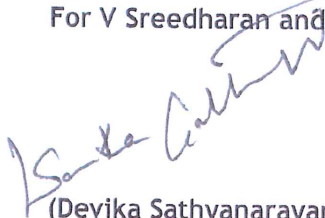
and based on the above examination, we hereby report that, during the Review Period:

- (a) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- (b) There was no action 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.



(c) The listed entity has complied with the action that was required to be taken as was mentioned in the previous report with regard to composition of the Board to have a minimum of six Directors.

For V Sreedharan and Associates


(Devika Sathyanarayana)
Partner
FCS: 11323 CP No.17024



Place: Bengaluru
Date: May 24, 2022

UDIN: F011323D000374796

Peer Review Certificate No.: 589/2019