



AFFORDABLE ROBOTIC AND AUTOMATION LIMITED

(Previously Known as Affordable Robotic and Automation Pvt. Ltd)

Gat No 1209, Village Wadaki, Tal Haveli, Pune-Saswad Road, Pune 412308, Maharashtra, India.

● Email: account@arapl.co.in ● Mobile: 7720018914

● Website : www.arapl.co.in ● CIN : L29299PN2010PLC135298

Date: June 02, 2024

**To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001**

BSE Scrip Code: 541402

Subject: Annual Secretarial Compliance Report for the year 2023-24

Dear Sir/Madam,

With reference to the above captioned subject, we hereby attach annual secretarial compliance report for the year ended 2023-24 dated May 30, 2024, in terms of Regulation 24A of SEBI (LODR), Regulations, & SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, issued Practicing Company Secretary, Meenu Maheshwari, holding Certificate of Practice No. 8953 & Membership No. FCS 7087

You are kindly requested to take the same on record.

Thanking You,

Yours faithfully,

For Affordable Robotic & Automation Limited

**Milind Padole
Managing Director
DIN: 02140324**

Encl: As above



Secretarial Compliance Report of AFFORDABLE ROBOTIC & AUTOMATION LIMITED for the financial year ended 31ST March, 2024.

I have examined:

all the documents and records made available to us and explanation provided by **AFFORDABLE ROBOTIC & AUTOMATION LIMITED.**

- (a) ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity, www.arapl.co.in
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this

certification, for the year ended 31st March, 2024 ("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 hereunder 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 hereunder, 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;
- (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; **(during the period under review not applicable to the Company):**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(during the period under review not applicable to the Company):**
- (f) SEBI (Prohibition of Insider Trading)) Regulations, 2015 as amended;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(during the period under review not applicable to the Company):**



MEENU MAHESHWARI AND ASSOCIATES

(h) SEBI (Depositories and Participants) Regulations, 2018;

(i) SEBI (Debenture Trustee) Regulations, 1993; Not Applicable to the Company during the review period;

(j) Framework for listing of Commercial Paper, issued by SEBI vide Circular SEBI/HO/DDHS/CIR/P/2019/115 dated 22nd October 2019; and circulars/ guidelines issued thereunder;

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 my/our examination of those records.

Additional affirmations to be given by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) pursuant to BSE Notice No. 20230316-14 dated March 16, 2023 and NSE Circular Ref No: NSE/CML/ 2023/21 dated March 16, 2023 are provided below:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (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	The Company have duly complied with the SS issued by ICSI.
2.	Adoption and timely updating of the Policies: All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities <ul style="list-style-type: none">All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	YES	The Company have updated All applicable policies under SEBI Regulations and the same are in conformity with SEBI Regulations and has been reviewed.
3.	Maintenance and disclosures on Website:	YES	The Company have maintained fully functional



MEENU MAHESHWARI AND ASSOCIATES

	<ul style="list-style-type: none"> The Listed entity is maintaining a functional website Timely dissemination of the documents/information under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website 		website at www.arapl.co.in
4.	<p><i>Disqualification of Director:</i></p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	YES	None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.
5.	<p><i>Details related to Subsidiaries of listed entities have been examined w.r.t.:</i></p> <ol style="list-style-type: none"> Identification of material subsidiary companies Disclosure requirement of material as well as other subsidiaries 	YES	<p>During the period under review, there were five material subsidiaries of the Company.</p> <ol style="list-style-type: none"> ARAPL Intelligent Equipment Shanghai Co. Ltd ARAPL North America LLC Masterji.AI Private Limited ARAPL RaaS Private Limited ARAPL RaaS International LLC (Direct subsidiary of ARAPL RaaS Private Limited) <p>And made all disclosures completed</p>



MEENU MAHESHWARI AND ASSOCIATES

6.	<p><i>Preservation of Documents:</i></p> <p><i>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.</i></p>	YES	<p><i>The Company has complied with the SEBI Regulations for preserving and maintaining records as prescribed and has duly in place the said policy. still company searching for SDD software and presently maintained in excel basis</i></p>
7.	<p><i>Performance Evaluation:</i></p> <p><i>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</i></p>	YES	<p><i>The Company has duly conducted performance evaluation of the Board, Independent Directors and the Committees in every financial year.</i></p>
8.	<p><i>Related Party Transactions:</i></p> <ol style="list-style-type: none"> <i>1. The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</i> <i>2. The listed entity has provided 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.</i> 	YES	<p><i>The Company has obtained prior approval of Audit Committee for all Related party transactions.</i></p>
9.	<p><i>Disclosure of events or information:</i></p> <p><i>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</i></p>	YES	<p><i>The Company has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under except Non-submission of the Annual Report within the period prescribed under this regulation for the year ended March 2024.</i></p>



MEENU MAHESHWARI AND ASSOCIATES

10.	<p><i>Prohibition of Insider Trading:</i></p> <p><i>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</i></p>	YES	<p><i>The Company has duly complied with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015. still company searching for SDD software and presently maintained in excel basis.</i></p>
11.	<p><i>Actions taken by SEBI or Stock Exchange(s), if any:</i></p> <p><i>No action(s) 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.</i></p>	--	<p><i>The Company has duly complied with Regulation & Circulars.</i></p>
12.	<p>Additional non-compliances, if any:</p> <p>1. Statutory Auditor</p> <p>2. Shareholding Pattern</p>	--	<p>1. Exchanged wide dated 08.09.2023 requested to submit the details of statutory Auditor. The company has duly replied to all the queries & discrepancy for the same.</p> <p>2. There is discrepancy against the submitted quarter ended for the month of Jan-March'24 of Shareholding Pattern, the same was also resolved & replied by the company to the BSE.</p>

Additional information related to annual secretarial compliance report are; the company make migration initial application was made on July 31, 2023 which was auto closed from the system; and the company make new application was made on January 13, 2024 which was under process.



MEENU MAHESHWARI AND ASSOCIATES

for Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019 not applicable to company.

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 certify 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.

Place: Ahmedabad
Date: 30.05.2024

For Meenu Maheshwari & Associates

Meenu Maheshwari
Proprietor
Company secretary
FCS: 7087 CP No. 8953
UDIN No F007087F000498149

dated 30/05/2024

