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**THE INDIAN CARD CLOTHING COMPANY LIMITED**

CORPORATE OFFICE : 1ST FLOOR, PLOT NO. 265, MIDC SECTOR NO. 10, MIDC - BHOSARI, PUNE 411 026, MAHARASHTRA, INDIA

TEL. : +91-20-61326700, FAX : +91-20-61326731

CIN : L29261PN1955PLC009579

GST NO. : 27AAACT6211F1ZO



May 30, 2023

To,  
The Listing Department,  
BSE Limited,  
P. J. Towers, Dalal Street,  
Mumbai – 400 001.

To,  
The Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, C – 1, Block – G,  
Bandra – Kurla Complex, Bandra (East),  
Mumbai – 400 051.

**Security ID** : INDIANCARD**Security Code** : 509692**Symbol** : INDIANCARD**Series** : EQ

Madam / Sir,

**SUB : Annual Secretarial Compliance Report for the year ended March 31, 2023 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).**

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Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report issued by DVD & Associates, Company Secretaries, for the financial year ended March 31, 2023.

This is for your information and record.

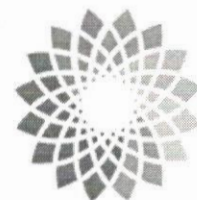
Thanking you,

Yours faithfully,  
For The Indian Card Clothing Company Limited



Amogh Barve  
Company Secretary and Head Legal & Corporate Affairs  
Membership No. : A33080

Encl: As Above



**DVD & ASSOCIATES**

Company Secretaries

+ 91 - 9823239397

devendracs@gmail.com

Pune | Mumbai | Kolhapur | Yavatmal | Dubai

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF THE INDIAN CARD CLOTHING COMPANY LIMITED FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023.**

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by THE INDIAN CARD CLOTHING COMPANY LIMITED (hereinafter referred as 'the listed entity'), having its Registered Office at "Katariya Capital", A-19, Vidyut Nagar Society, Lane No. 5, Koregaon Park, Pune MH 411001. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

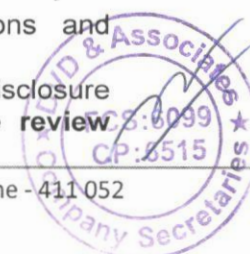
Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2023 ("review period"), complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, DVD & Associates ("PCS"), have examined:

- (a) all the documents and records made available to us and explanation provided by "the listed entity". The Company is listed at BSE Limited and National Stock Exchange of India Limited.
- (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 report, for the financial year ended 31<sup>st</sup> March, 2023 ("**Review Period**") in respect of compliance with the provisions of:
  - I. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under;
  - II. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined:

- (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) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client as far as applicable;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

III. The Depositories Act, 1996 and the Regulations and By-laws framed thereunder; and circulars/ guidelines issued thereunder and based on the above examination, we hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under which are applicable for the Company, hence the details **AS PER ANNEXURE A** attached are not applicable.
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

There were no actions which were required from previous report hence the details are not applicable **ANNEXURE B** is attached to this report confirming the non-applicability

We further affirm on the basis of the information received and examination of various documents as required by the circulars issued by Stock Exchanges from time to time as follows:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/ Remarks by PCS
1	<u>Secretarial Standards:</u> 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	
2	<u>Adoption and timely updation of the Policies:</u> <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> </ul>	Yes	



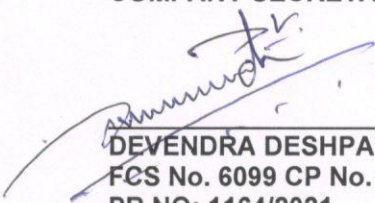
	<ul style="list-style-type: none"> <li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes	
3	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> <li>The 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 which re-directs to the relevant document(s)/ section of the website.</li> </ul>	Yes Yes Yes	
4	<u>Disqualification of Director:</u>  None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
5	<u>To examine details related to Subsidiaries of listed entities:</u>  (a) Identification of material subsidiary companies  (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA  NA	The listed entity does not have any material subsidiary.
6	<u>Preservation of Documents:</u>  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	
7	<u>Performance Evaluation:</u> 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	
8	<u>Related Party Transactions:</u>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions  (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation	Yes  Yes	



	whether the transactions were subsequently approved / ratified/ rejected by the Audit committee		
9	<u>Disclosure of events or information:</u>  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.	Yes	
10	<u>Prohibition of Insider Trading:</u>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u>  No Actions 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	Yes	
12	<u>Additional Non-compliances, if any:</u> Additional non-compliance are not observed for any SEBI regulation/circular/guidance note etc.	Yes	

We further state that such certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**FOR DVD & ASSOCIATES  
COMPANY SECRETARIES**

  
**DEVENDRA DESHPANDE**  
FCS No. 6099 CP No. 6515  
PR NO: 1164/2021



**Place: Pune**  
**Date: 29<sup>th</sup> May 2023**


**UDIN: F006099E000408710**

**ANNEXURE A**  
**ANNUAL SECRETARIAL COMPLIANCE REPORT OF THE INDIAN CARD CLOTHING COMPANY LIMITED**  
**FOR THE FINANCIAL YEAR ENDED ON 31.03.2023**

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under which are applicable for the Company, 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/ (Regulation s/ Remarks of the Practicing Company Secretary	Management Response	Remarks
NIL										

FOR DVD & ASSOCIATES  
COMPANY SECRETARIES

  
DEVENDRA DESHPANDE  
FCS No. 6099 CP No. 6515  
PR NO: 1164/2021



Place: Pune  
Date: 29<sup>th</sup> May 2023


UDIN: F006099E000408710

**ANNEXURE B**  
**ANNUAL SECRETARIAL COMPLIANCE REPORT OF THE INDIAN CARD CLOTHING COMPANY LIMITED**  
**FOR THE FINANCIAL YEAR ENDED ON 31.03.2023**

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	Actions taken by the listed entity, if any	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
NA										

FOR DVD & ASSOCIATES  
COMPANY SECRETARIES

  
DEVENDRA DESHPANDE  
FCS No. 6099 CP No. 6515  
PR NO: 1164/2021



Place: Pune  
Date: 29<sup>th</sup> May 2023

UDIN: F006099E000408710