



Accurate. Reliable. Innovative.

A NSE & BSE LISTED COMPANY

## AAA TECHNOLOGIES LIMITED

CIN : L72100MH2000PLC128949

(An ISO 9001:2015 & ISO 27001:2013 Company)

278-280, F Wing, Solaris-1, Saki Vihar Road, Opp. L&T Gate No. 6, Powai, Andheri (E), Mumbai 400 072, INDIA

+91-22-2857 3815/16 +91-22-4015 2501 info@aaatechnologies.co.in www.aaatechnologies.co.in

*Empanelled by CERT-In for IT Security Auditing Service*

Date: 13<sup>th</sup> June, 2023

### **BSE Limited**

(Listing Department)

P.J. Towers, 1<sup>st</sup> Floor,

Dalal Street, Mumbai-400001.

**Scrip Code: 543671**

Dear Sir / Madam,

**Sub: Revised Annual Secretarial Compliance Report for the year ended March 31, 2023.**

In terms of the Regulation 24A of Securities and Exchange Board of India (Listing obligations and Disclosure Requirement) Regulations, 2015 we are enclosing herewith the Revised Annual Secretarial Compliance Report of the Company for the year ended March 31, 2023, issued by Mr. Vijay Kumar Mishra, Practicing Company Secretary.

This is for your information and records.

Thanking You,

Yours faithfully,

For **AAA TECHNOLOGIES LIMITED**

ANJAY  
AGARWA  
L

**ANJAY AGARWAL**  
**(CHAIRMAN AND MANAGING DIRECTOR)**  
**DIN: 00415477**



**ENCL: As Above**

VIJAY KUMAR MISHRA

B. Com (Hons.), A.C.A., F.C.S

PARESH D PANDYA

B. Com., A.C.S.

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

Parsi Dairy, Marine Lines (E), Mumbai - 2. Tel. : 2207 7267

Fax : 2207 7542 Mob.: 93229 77388

E-mail: vkmassociales@yahoo.com

**Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2023**

**TO,  
The Members,  
AAA TECHNOLOGIES LIMITED  
278-280, F Wing, Solaris 1,  
Saki Vihar Road, Opp L&T Gate No. 6,  
Powai, Andheri East,  
Mumbai-400072.**

We, VKM & Associates have examined:

- (a) All the documents and records made available to us and explanation provided by **AAA TECHNOLOGIES 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 **31<sup>st</sup> March, 2023** (“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) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;  
*During the year, the Company has allotted 42,75,600 Equity Shares as fully paid up by way of Bonus Shares but there was one instance of non-compliance done by the Company for delay in implementation of Bonus issue and NSE imposed penalty of Rs.1,20,000/- for 6 days of delay by Rs. 20,000/- per day.*
- (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 period under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation, 2021- **Not Applicable to the Company during the period under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Securities) Regulations, 2021- **Not Applicable to the Company during the period under review;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;  
*During the year, the Company has not maintained and captured the Unpublished Price Sensitive Information in prescribed format under provision of Regulation 3(5) & (6) and other applicable provisions of Securities and Exchnage Board of India (Prohibition of Insider Trading) Regulation, 2015*
- (h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) 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 and circulars/guidelines issued thereunder;

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



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<p><b><u>Secretarial Standard</u></b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)</p>	YES	—
2.	<p><b><u>Adoption and timely updation of the Policies:</u></b></p> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per theregulations/circulars/guidelines issued by SEBI</li> </ul>	YES	—
3.	<p><b><u>Maintenance and disclosures on Website:</u></b></p> <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	—
4.	<p><b><u>Disqualification of Director:</u></b></p> <p>None of the Director's of the Company are disqualified under Section 164 of the Companies Act, 2013</p>	YES	—



5.	<p><b><u>To examine details related to Subsidiaries of listed entities:</u></b>  (a) Identification of material subsidiary companies.  (b) Requirements with respect to the disclosure of material as well as other subsidiaries.</p>	N.A	—
6.	<p><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</p>	YES	—
7.	<p><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</p>	YES	—
8.	<p><b><u>Related Party Transactions:</u></b>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p>	N.A	—
9.	<p><b><u>Disclosure of events and information:</u></b>  The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	YES	—



10	<p><b><u>Prohibition of Insider Trading</u></b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	NO	During the review period, Company had maintained UPSI in Excel Sheet and not in proper SDD Software
11	<p><b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b></p> <p>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</p>	No	---
12	<p><b><u>Additional Non-compliances, if any:</u></b></p>	N.A	---



(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:-

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	Observation/Remarks of PCS	Management Remarks	Remarks
1	<i>Delay in implementation of Bonus Issue.</i>	Regulation 295 of ICDR, 2018	<i>Delayed in implementation of Bonus Issue</i>	<i>National Stock Exchange of India Limited (NSE)</i>	<i>A fine letter issued to Company from National Stock Exchange of India (NSE)</i>	<i>Delayed in implementation of Bonus Issue under Reg 295 of ICDR, 2018</i>	<i>Fine of Rs. 1,20,000/- paid to NSE</i>	<i>Delayed in implementation of Bonus Issue</i>	-	- <i>Acknowledged</i>

(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	Observation/Remarks of PCS	Management Remarks	Remarks
NA										



(c) 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.

**For VKM & ASSOCIATES  
Company Secretaries**



*Vijay Kumar Mishra*

**(Vijay Kumar Mishra)  
Partner  
C.P.No.4279**

**UDIN : FOO5023E000327147**

**PR : 1846/2022**

**Place : Mumbai**

**Date : 25/05/2023**