



Ortel Communications Ltd.

www.ortelcom.com

Bringing Convergence to India

Corporate. office :
C-1, Chandrasekharpur
Behind R.M.R.C., Near BDA Colony
BBSR- 751016, Odisha, India
Ph.: (0674) 3983200
Fax: (0674) 2303448
email - nodal@ortelgroup.com
CIN: L74899DL1995PLC069353

July 28, 2020

To,

The Listing Department
**National Stock Exchange of India
Limited**
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex
Bandra (E), Mumbai-400051
Scrip code-ORTEL

The Deputy General Manager
(Corporate Services)
BSE Limited
Floor-25, PhirozeJeejeebhoy
Towers
Dalal Street, Fort
Mumbai- 400001
Scrip code-539015

Sub: Secretarial Compliance Report

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith Compliance Report for the year ended 31st March 2020 which may kindly be taken on record.

**Thanking You,
For Ortel Communications Ltd (under CIRP)**


**Bidu Bhusan Dash
CFO & Company Secretary**



Enclo.: As above

Issued with the approval of Mr. Srigopal Choudhary ("RP"), Registration No.IBBI/IPA-001/IP-P01238/2018-2019/11893.

(Ortel Communications Limited is under Corporate Insolvency Resolution Process of the Insolvency and Bankruptcy Code 2016. Its affairs, business and assets are being managed by the Resolution Professional, Mr. Srigopal Choudhary, appointed by the National Company Law Tribunal by order dated 01st February, 2019 under the provisions of the Code)



KUMAR SURESH & ASSOCIATES
Company Secretaries
FCS, LL.B

1078/31, Street No. -1,
Laxman Vihar, Phase-1
Gurugram -122001, Haryana
Ph. : 0124-4054086
Mob. : 9899378384, 8076540228
PAN No. : ABLPY2608N
E-mail : cssureshyadav@gmail.com
E-mail : kumarsureshassociates@gmail.com
E-mail : admin@csksassociates.com
Website : www.csksassociates.com

GSTIN : 06ABLPY2608N1Z1

**SECRETARIAL COMPLIANCE REPORT OF ORTEL COMMUNICATIONS LIMITED (UNDER CIRP)
(CIN: L74899DL1995PLC069353)
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020**

To,

Mr. Srigopal Choudhary

Resolution Professional

Ortel Communications Limited (under CIRP)

Address - Flat 7J, Tower -3, South City

375 P.A.S. Road, Kolkata - 700068

Registration No. - IBBI/IPA-001/IPP-01238/2018-19/11893

We M/s Kumar Suresh & Associates have examined:

- (a) All the documents and records made available to us and explanation provided by Ortel 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 documents/filing, as may be relevant, which has been relied upon to make this certification

for the year ended 31st March, 2020 (" 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 circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure) Requirements) Regulations, 2018; to the extent applicable;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 to the extent applicable;
- (d) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018; Not applicable during year under review;
- (e) Securities and Exchange Board of India (Share Based Employee benefits) Regulations, 2014 to the extent applicable;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable during the year under review;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; Not applicable during the year under review;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; to the extent applicable;
- (i) The Depositors Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of regulation 76 of Securities and Exchange Board of India (Depositories and participants) Regulations, 2018; to the extent applicable;
- (j) The Securities and Exchange Board of India (Registers to an issue and Share Transfer Agents) Regulations, 1993 regarding the companies Act and dealing with client to the extent of securities issued;
- (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009; to the extent applicable.

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 thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	NIL	NIL	NIL

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder to the extent as mentioned above, insofar as it appears from our examinations of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters / directors either by SEBI or by Stock Exchange (including under the standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and Circulars/ guidelines issued thereunder :



Sr. no.	Action taken by	Details of Violation	Details of actions taken E.g. fines, warning Letter, debarment, etc.	Observations remarks of the Practicing Company Secretary, if any.
	NIL	NIL	NIL	NIL

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. no.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations/ made in the compliance report for the year ended... (The Years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable during the year under review				

(e) Since the auditor has already been appointed, the terms of appointment of the auditor have been suitably modified to give effect to 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019, dated October 18, 2019.

For Kumar Suresh & Associates
Company Secretaries



Suresh Kumar Yadav
(Proprietor)
M.No.6452
CP No.:6711

Place: Gurugram
Date: July 27, 2020