

Date: May 29th, 2024**To,**
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051
NSE Symbol: **AARTECH****To,**
BSE Limited
The Listing Dept.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001
BSE Scrip Code: **542580****Subject: Compliance under Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.****Dear Sir/Mam,**

Pursuant to Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report duly issued by M/s APVN & Associates, Practicing Company Secretaries, Bhopal for the financial year ended on 31st March, 2024.

We request you to kindly take the same on records.

For Aartech Solonics Limited**K R Tanuj Reddy**
Company Secretary and Compliance Officer**Encl: Annual Secretarial Compliance Report for the year ended March 31, 2024****Address :**Registered Office : 'Ashirwad', E-2/57, Arera Colony,
Bhopal, Madhya Pradesh, India - 462016Unit # 1 : 35A/36, Sector-B, Industrial Area, Mandideep,
District Raisen, Madhya Pradesh, India - 462046Unit # 2 : Near Him Cold Storage, Sector-1A, Parwanoo,
District Solan, Himachal Pradesh, India - 173209**Phone :**+91-99930 91167
+91-73899 24734**Fixed Line :**

+91-755-2463593

Website:

www.aartechsolonics.com

Email :info@aartechsolonics.com
compliance@aartechsolonics.com**CIN :**

L31200MP1982PLC002030



APVN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

11nd Floor, Bakshi Complex, Plot No. 68, Zone-II, M.P. Nagar, Bhopal - 462011 (M.P.)
E-mail : apvnpcs@yahoo.com, apvnpcs@gmail.com, Mobile : 9300808090, 9993778771

SECRETARIAL COMPLIANCE REPORT OF

M/s AARTECH SOLONICS LIMITED
(CIN: L31200MP1982PLC002030)

for the financial year ended **31st March, 2024**

(Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors
Aartech Solonics Limited
CIN: L31200MP1982PLC002030
Registered Office: E-2/57, "Ashirvad"
Arera Colony, Bhopal 462016 (M.P.)

We have conducted the review of the compliances of the applicable statutory provisions and the adherence to good corporate practices by **Aartech Solonics (CIN: L31200MP1982PLC002030) Limited** (hereinafter referred as 'the listed entity') having its Registered Office situated at **E-2/57, "Ashirvad", Arera Colony, Bhopal (Madhya Pradesh) 462016**. 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 **31st March 2024**, 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, APVN and Associates, a firm of Practicing Company Secretaries, Bhopal, have examined:

- All the documents and records made available to us and explanation provided by **Aartech Solonics Limited ("the listed entity")**,
- The filings/ submissions made by the listed entity to the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) ("**stock exchanges**"),



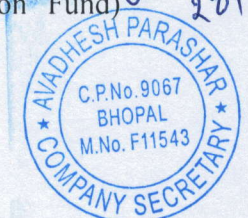
- c) Website of the listed entity i.e. **www.aartechsolonics.com**,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this report,

For the financial 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 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; **Not applicable during the period under review.**
- 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 period under review**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable during the period under review**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable during the period under review**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable during the period under review**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- j) The Depositories Act, 1996 and the regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories Participants) Regulations, 2018;
- k) Securities and Exchange Board of India (Investor Protection and Education Fund)



Regulations, 2009; **Not Applicable during the period under review,**

- l) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable during the period under review,**
and circulars/ guidelines issued thereunder;

All the above listed SEBI Regulations are hereinafter referred to as “Regulations” or “SEBI Regulations.”

And based on the above examination, we hereby report that, during the review period:

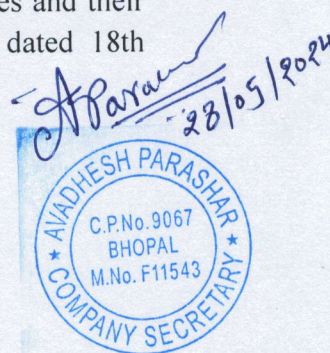
- I. a. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, **except** in respect of matter specified below:

Sr No	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/circular No.	Deviations	Action taken by	Type of Action	Details of Violations	Fine Amount	Observations/remarks of the Practicing Secretary	Management Response	Remarks
NONE										

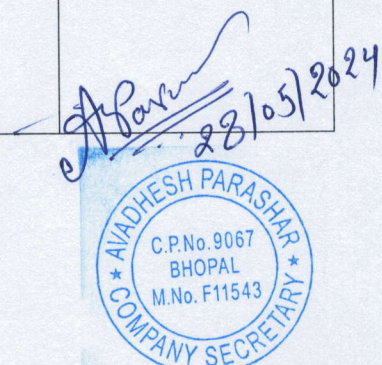
- b. The listed entity has taken the following actions to comply with the observations made in previous reports.

Sr No	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/circular No.	Deviations	Action taken by	Type of Action	Details of Violations	Fine Amount	Observations/remarks of the Practicing Secretary	Management Response	Remarks
NONE										

- II. 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:



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	<p>I. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>II. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>III. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	NA	Auditor has not resigned during the period under review.
2.	Other conditions relating to resignation of statutory auditor		
	<p>I. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a) In case of any concern with the management of the listed entity/ material subsidiary such non-availability of information/ non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b) In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with the relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of</p>	NA	Auditor has not resigned during the period under review.



	<p>information/ explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.</p> <p>c) The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>II. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3.	The listed entity/ its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	The listed entity does not have any material subsidiary

III. I hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	<p>Secretarial Standards:</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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	---
2.	Adoption and timely updation of the Policies:	Yes	

A. Parashar
28/05/24

AVADHESH PARASHAR
C.P.No.9067
BHOPAL
M.No.F11543
COMPANY SECRETARY

	<ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI. 		
3.	Maintenance and disclosures on the Website: <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. 	Yes	---
4.	Disqualification of Director: None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	Yes	---
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none"> (a) Identification of material subsidiary companies. (b) Disclosure Requirements of material as well as other subsidiaries. 	Yes	There are no material subsidiaries of the listed entity
6.	Preservation of Documents: 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.	Performance Evaluation: The listed entity has conducted performance evaluations of the Board, Independent Directors, and the Committees at	Yes	---

	the start of every financial year as prescribed in SEBI Regulations.		
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of the Audit Committee for all Related party transactions; or (b) 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.	Yes NA	All related party transactions were entered into after obtaining prior approval of the Audit Committee
9.	Disclosure of events or information: 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.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	---
11.	Actions taken by SEBI or Stock Exchange(s), if any: 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 except as provided under separate paragraph herein (**).	NA	No action has been taken by SEBI or Stock Exchanges during the period under review
12.	Additional non-compliances, if any: No additional non-compliance was observed for any SEBI regulation/circulars/guidance note etc.	No	---

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 report 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.

Date: 28/05/2024
Place: BHOPAL
UDIN: F011543F000469066



For APVN & ASSOCIATES

Avadhesh Parashar
28/05/2024

CS AVADHESH PARASHAR
FCS NO. 11543 C.P. NO. 9067
Peer Review Certificate No.: 4202/2023