

AWL/SEC/SE/2022-23/13

27th May, 2022

BSE LTD.

Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Fort,
Mumbai – 400 023

Company Scrip Code: 517041

NATIONAL STOCK EXCHANGE OF INDIA LTD.

Exchange Plaza, C-1, Block G,
Bandra-Kurla Complex
Bandra (East),
Mumbai - 400 051.

Company Symbol: ADORWELD

Dear Sir / Madam,

Sub: **Annual Secretarial Compliance Report for the financial year ended 31st March, 2022**

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we are submitting herewith Annual Secretarial Compliance Report dated 27th May, 2022 for the financial year ended 31st March 2022, issued by Practicing Company Secretaries, M/s. Hemanshu Kapadia & Associates, Mumbai.

We hereby request you to make a note of it and acknowledge its receipt.

Thanking you,

Yours Sincerely,

For **ADOR WELDING LIMITED**



VINAYAK M. BHIDE

COMPANY SECRETARY & COMPLIANCE OFFICER



Encl.: As above

ADOR WELDING LIMITED

Regd. & Corporate Office: Ador House, 6, K. Dubash Marg, Fort, Mumbai - 400 001 – 16, Maharashtra, India.

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HEMANSHU KAPADIA & ASSOCIATES

COMPANY SECRETARIES

Office No. 12, 14th Floor, Navjivan Society, Building No.3
Lamington Road, Mumbai-400 008
Tel: 022- 6631 0888/6631 4830
E-mail: hemanshu@hkacs.com
Website: hkacs.com

SECRETARIAL COMPLIANCE REPORT OF ADOR WELDING LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

I, Hemanshu Kapadia, Proprietor of **M/s. Hemanshu Kapadia & Associates**, Practicing Company Secretaries, having office at Office No. 12, 14th Floor, Navjivan Commercial Co-op Society Limited, Building No.3, Lamington Road, Mumbai, Maharashtra - 400008, have examined the following as under:

- a) All the documents & records made available to us and explanation provided by **Ador Welding Limited** ("the listed entity"),
- 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 certification,

for the financial year ended 31st March, 2022 ("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) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not Applicable to the Company during the Review Period);

- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018(Not Applicable to the Company during the Review Period);
- e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 / the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not Applicable to the Company during the Review Period);
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 / the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021(Not Applicable to the Company during the Review Period);
- g) The Securities and Exchange Board of India(Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations,2013/the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not Applicable to the Company during the Review Period);
- h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 with regard to dealing with the Company; and
- k) Circulars/guidelines issued thereunder;

and based on the above examination, I 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.
- b) The listed entity has maintained proper records under the provisions of the abovementioned Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records;
- c) As confirmed by the Management, there were no action taken against the listed entity/its Promoters/Directors/~~material subsidiaries~~ either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI

through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder; and

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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observation made in the Secretarial Compliance Report for the Year Ended	Action taken by the Listed Entity, If Any,	Comments of the Practicing Company Secretary on the actions taken by the Listed Entity
1.	The Company had submitted the financial results for the quarter and half year ended 30 th September, 2020 after stipulated period of 45 days	2020-21	The Company had submitted the said financial result on 2 nd December, 2020	Due to unforeseen circumstances the financial results for the quarter and half year ended 30 th September 2020 were submitted on 2 nd December 2020.

- e) We further report that during the review period there was no event relating to appointment/re-appointment/ resignation of Statutory Auditors and the Company is compliant with Para 6(A) and 6(B) of the SEBI Circular No. CIR/CFD/CMDI/114/2019 dated October 18, 2019.

**For Hemanshu Kapadia & Associates
Practicing Company Secretaries**

Hemanshu
Lalitbhai
Kapadia

Digitally signed by
Hemanshu Lalitbhai
Kapadia
Date: 2022.05.27
15:55:37 +05'30'

**Hemanshu Kapadia
Proprietor**

C.P. No.: 2285

Membership No.: F3477

UDIN: F003477D000407815

Date: **May 27, 2022**

Place: **New York, USA**