



Sudesh Group



APL/SECT/DLH/SE: 2021-22

15th June 2021

Electronic Filing

National Stock Exchange of India Limited  
"Exchange Plaza" Bandra-Kurla Complex,  
Bandra (E),  
Mumbai-400051

Department of Corporate Services/Listing  
BSE Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort,  
Mumbai-400001

NSE Symbol : APLAPOLLO

Scrip Code : 533758

**Re: Annual Secretarial Compliance Report for the financial year ended 31st March, 2021.**

Dear Sir/Madam,

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find attached herewith the Annual Secretarial Compliance Report dated 3rd June 2021 for the year ended 31st March 2021 issued by Anjali Yadav & Associates, Practising Company Secretaries.

Submitted for your kind information and necessary records.

Thanking you

Yours faithfully  
**For APL Apollo Tubes Limited**

**Deepak CS**  
**Company Secretary**

Encl: a/a

**APL Apollo Tubes Limited** (CIN-L74899 DL 1986PLC023443)

Regd. Office : 37, Hargovind Enclave, Vikas Marg, Delhi - 110092, India Tel: +91-11-2237 3437 | Fax : +91-11-2237 3537

Corp. Office : 36, Kaushambi, Near Anand Vihar Terminal, Delhi (NCR) -201010, India Tel: +91-120-4041 400/401/402 | Fax : +91-120-4041 444

Corp. Office : Tapasya Corp. Heights, 4th Floor, Tower-A, Sector-126, Noida, Uttar Pradesh - 201303, India Tel: +91-120-4742 700/701

Unit - 1 : A-19, Industrial Area, Sikandrabad, Distt. Bulandshahar, U.P.-203205, India, Unit-2 : 332-33B, Alur Village, Perundapolli, Hosur, Tamilnadu-635109, India

Unit - 3 : Plot No. M-1, Additional M.I.D.C. Area, Kudavali, Murbad, Maharashtra, Thane-421401, India, Unit-4 : Village Bendri Near Urla Indl. Area Raipur, Chhattisgarh-493661, India

E-mail : info@aplapollo.com Web : www.aplapollo.com

To,

The Board of Directors

**APL APOLLO TUBES LIMITED**

37, Hargobind Enclave,  
Vikas Marg, Delhi- 110002

Dear Sir,

**Secretarial Compliance Report for the financial year ended March 31, 2021**

We have been engaged by **APL APOLLO TUBES LIMITED** having its registered office at 37, Hargobind Enclave, Vikas Marg, Delhi- 110002 whose equity shares are listed on Bombay Stock Exchange Limited (BSE) [Security Code: 533758] and National Stock Exchange of India Limited (NSE) [Symbol: APLAPOLLO] to conduct an audit and issue Secretarial Compliance Report in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the company with the provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and issue a report thereon.

The Audit was conducted in accordance with the Guidance Note on Secretarial Compliance Report issued by Institute of Company Secretaries of India (ICSI). Secretarial Compliance Report is enclosed herewith.

**For Anjali Yadav & Associates**  
**Company Secretaries**

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**Anjali Yadav**  
**Proprietor**  
**FCS No. 6628**  
**CP No. 7257**  
**P/R: 629/2019**

**Date : June 03, 2021**  
**Place : New Delhi**  
**UDIN: F006628C000414851**

**Secretarial Compliance Report of APL APOLLO TUBES LIMITED for the financial year ended March 31, 2021**

We have examined:

- (a) all the documents and records made available to us and explanation provided by **APL APOLLO TUBES 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 year ended March 31, 2021 (“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; (as amended from time to time)
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (as amended from time to time)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (as amended from time to time)
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 [**Not applicable as there was no reportable event during the period under the Review**];
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(g) Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013; [**Not applicable as there was no reportable event during the period under the Review**];

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) .....(~~other regulations as applicable~~) 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 thereunder.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

(c) The following are the details of actions 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:

S. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any
1.	Securities and Exchange Board of India	Contravention of provisions related to SEBI (Prohibition of Fraudulent and Unfair Trade Practices related to Securities Market), Regulations 2003 in the matter of APL Infrastructure Private Limited and Mr. Sanjay Gupta ( <i>Promoters of APL Apollo Tubes Limited.</i> )	SEBI vide its order bearing no. WTM/AB/IVD/ID2/7987/2020-21 & WTM/AB/IVD/ID2/7989/2020-21 dated June 23, 2020 restrained APL Infrastructure Private Limited and Mr. Sanjay Gupta ( <i>Promoters of APL Apollo Tubes Limited</i> ) from accessing the securities market and from buying, selling or otherwise dealing in securities in any manner whatsoever, either directly or indirectly, for a period of 2 (two) years from the date of order.	APL Infrastructure Private Limited and Mr. Sanjay Gupta ( <i>Promoters of APL Apollo Tubes Limited</i> ) has been restrained from accessing the securities market vide SEBI order bearing no. WTM/AB/IVD/ID2/7987 /2020-21 & WTM/AB/IVD/ID2/7989/2020-21, dated June 23, 2020.  However, the said orders have been currently stayed by the Hon'ble Securities Appellate Tribunal (SAT) vide its order dated July14, 2020, on the respective appeals made by the said parties.

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

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any
NIL				

**For Anjali Yadav & Associates  
Company Secretaries**

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**Anjali Yadav  
Proprietor  
FCS No. 6628  
CP No. 7257  
P/R: 629/2019**

**Date : June 03, 2021  
Place : New Delhi  
UDIN: F006628C000414851**

**NOTE**

*We have conducted online verification & examination of records, as facilitated by the Company, due to Covid-19 and subsequent lockdown situation for the purpose of issuing this report.*