



May 23, 2019

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra (E),
Mumbai- 400051
Scipcode : AXISCADES

The Manager
Dptt. of Corporate Services
BSE Limited
Floor 25 Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai
Scripcode: 532395

Dear Sir,

Sub.: Annual Secretarial Compliance Report for the year ended March 31, 2019

Please find enclosed herewith Annual Secretarial Compliance Report for the year ended March 31, 2019 as required under SEBI Circular No CIR/CFD/CMD1/27/2019 dated February 8, 2019.

Kindly take the same on records.

Yours truly,
For AXISCADES Engineering Technologies Limited

Shweta Agrawal
Company Secretary

AXISCADES Engineering Technologies Limited

CIN No.: L72200KA1990PLC084435

D-30, Sector - 3, Noida - 201 301, Uttar Pradesh INDIA Ph: +91 120 451 8200 / 8300 Fax: +91 120 244 2921

Reg. Office : Block C, Second Floor, Kirloskar Business Park, Bengaluru - 560 024 Karnataka INDIA
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SECRETARIAL COMPLIANCE REPORT OF AXISCADES ENGINEERING TECHNOLOGIES LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019.

To,

AXISCADES Engineering Technologies Limited

Block C, Second Floor,
Kirloskar Business Park,
Bengaluru 560024

We have examined:

- (a) All the documents and records made available to us and explanation provided by **AXISCADES Engineering Technologies 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, 2019 ("Review Period") in respect of compliance with the provisions of:

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, Guidelines issued thereunder; and
- ii. 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 Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;



- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities Exchange Board of India (Buyback of Securities) Regulations, 2018; (not applicable to the Company for the period under review)
- (e) Securities Exchange Board of India (Share Based Employee Benefits) regulations, 2014;
- (f) Securities Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference shares) Regulations, 2013; (not applicable to the Company for the period under review)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations 2018; 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 matter specified below:

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

- (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 our examination of those records.
- (c) The following are the details of 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:

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



1	National Stock Exchange of India Limited	As per Regulation 33 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company was required to submit audited financial results within 60 days from the end of financial year i.e. by May 30, 2018. The required submission was done after due date i.e. on May 31, 2018.	The National Stock Exchange of India Limited via letter Ref. No.: Fines/2018-19/50706 dated June 15, 2018 levied a fine of Rs. 5000 to be paid before July 02, 2018.	The Company has paid the fine of Rs. 5000 on June 22, 2018.
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(d) The Listed Entity has taken the following actions to comply with the observations made in the previous reports:

Sr. No.	Observations of the Practicing Secretary in previous report	Observations made in the secretarial compliance report for the year ended 31.03.2019	Actions taken by the listed entity if any	Comments of the Practicing Secretary on the actions taken by the listed entity
Not Applicable				

FOR ANANT B KHAMANKAR & CO.

(Handwritten Signature)

ANANT KHAMANKAR



FCS No. – 3198

CP No. – 1860

DATE : MAY 22, 2019

PLACE : MUMBAI