



NDR AUTO COMPONENTS LIMITED

Corporate office: Plot No.1, Maruti Joint Venture Complex, Gurugram, Haryana-122015

CIN: L29304DL2019PLC347460

Email id: contact@nacl.co.in

Website: www.ndrauto.com

Phone No.: 9643339870-74

25th May, 2022

BSE Limited Corporate Relationship Deptt. PJ Towers, 25 th Floor, Dalal Street, Mumbai – 400 001 Scrip Code: 543214	National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Trading Symbol: NDRAUTO
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Sub: Submission of Annual Secretarial Compliance Report pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 3(b)(iii) of SEBI circular no. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed herewith the Annual Compliance Report for the year ended 31st March, 2022.

Kindly take the same of record.

Thanking You,

Thanking You,
For NDR Auto Components Limited



Rajat Bhandari
Rajat Bhandari
Executive Director and Company Secretary
DIN: 02154950
Encl: a/a

Registered office: Level-5, Regus Caddie Commercial Tower, Hospitality District Aerocity, IGI
Airport, New Delhi 110037 Tel.: +91 011-6654 4976

R. S. Bhatia
M.A., F.C.S.
Company Secretary in Practice
CPNo.: 2514

J-17 (Basement), Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 9811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_rs@hotmail.com

**Secretarial Compliance Report of NDR Auto Components
Limited CIN L29304DL2019PLC347460
For the year ended 31.03.2022**

I, R.S. Bhatia, Practicing Company Secretary, have examined as under:

- (a) all the documents and records made available to us and explanation provided by **NDR Auto Components 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 31.03.2022 ("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"), 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**
- (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**
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not Applicable**
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable**
- (g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - **Not Applicable**
- (h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



A handwritten signature in blue ink, appearing to be "R.S. Bhatia".

A handwritten number "1/5" in blue ink, enclosed within a hand-drawn circle.

R. S. Bhatia
M.A., F.C.S.
Company Secretary in Practice
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- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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, except in respect of matters specified below:

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

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my/our 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.
NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL

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



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S. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.3.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	NIL	Regulation 33 of the SEBI (LODR), Regulations, 2015-A deficiency mail dated 1 st December, 2020 received from NSE with respect to a quick result submitted to the Exchange dated 30-Oct-2020. The company made its submissions with relevant documents vide their email dated 7/12/2020 and 17/12 2020. The NSE is regularly sending mails to company in this regard.	Further to the mails received from NSE, Company is reviewing and considering the matter to satisfy the stock exchange in lieu of the legal provisions in this regard	As on 31 st March, 2022 the matter was still open.
2.		A deficiency mail dated 18 th December, 2020 received	Further to the mails received from NSE, Company is	As on 31 st March, 2022 the matter was still open.



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		from NSE with respect to a quick result submitted to the Exchange on 30-Nov-2020. The company made its submissions with relevant documents vide their email dated 17/12 2020. The NSE is regularly sending mails to company in this regard.	reviewing and considering the matter to satisfy the stock exchange in lieu of the legal provisions in this regard	
3.		Regulation 39(4) read with Schedule VI of SEBI (LODR) Regulations, 2015: 12 cases Undelivered Shares as on 31/03/2021	The shares were transferred to Unclaimed suspense account on 31 st March, 2022	No further Action required

Place: New Delhi
Date: 05/05/2022



R.S. Bhatia

R.S. Bhatia
Practicing Company Secretary
CP No. 2514
UDIN: F002599D000271857

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

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R. S. Bhatia
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Annexure – A

The Board of Directors

NDR AUTO COMPONENTS LIMITED,
Regd Off.: Level-5, Regus Caddie Commercial Tower,
Hospitality District Aerocity, IGI Airport, New Delhi 110037

My report of even date is to be read along with this letter.

1. Maintenance of record is the responsibility of the management of the Company. Our responsibility is to express an opinion on those records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on text basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed provide a reasonable basis for our opinion.
3. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of SEBI laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
5. As regards the books, papers, forms, reports and returns filed by the Company under these regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of management. My examination was limited to checking the execution and timelines of the filing of various forms, reports, returns and documents that need to be filed by the Company under the said regulations. I have verified the correctness and coverage of the contents of such forms, returns and documents.

Place: New Delhi
Date: 05/05/2022



R.S. Bhatia
R.S. Bhatia

Practicing Company Secretary
CP No. 2514
UDIN: F002599D000271857

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