

**ATV
PROJECTS
INDIA
LIMITED**



(An ISO 9001:2015 Certified Company)

REGISTERED OFFICE :
1201, 12TH FLOOR, WINDFALL BUILDING,
SAHAR PLAZA COMPLEX, ANDHERI - KURLA ROAD,
J.B. NAGAR, ANDHERI (E), MUMBAI - 400 059.
TEL.: 91-22-67418212 / 66969449
E-mail ID : atvprojects@ymail.com
CIN:- L99999MH1987PLC042719

24.05.2024

To,
The Department of Corporate Service,
Bombay Stock Exchange Ltd,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Scrip Code: 500028

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2024 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir,

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the year ended March 31, 2024.

This is for your information and record.

Yours Faithfully,

For **ATV PROJECTS INDIA LIMITED**

Pooja Bagwe
COMPLIANCE OFFICER
Encl: A/a

Neeta H. Desai

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Secretarial Compliance Report

(Under regulation 24A of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015)

To,
ATV Projects India Limited
1201, 12th Floor, Wind Fall Building,
Sahar Plaza Complex, Andheri Kurla Road,
Andheri East, Mumbai – 400 059

I, Neeta Desai, Practising Company Secretary have examined:

1. all the documents and records made available to us and explanation provided by ATV Projects India Limited (“the listed entity”),
2. the filings/ submissions made by the listed entity to the stock exchanges,
3. website of the listed entity,
4. any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the 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:-

- (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (ii) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not applicable during the year under review.**
- (iii) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (iv) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable during the year under review.**
- (v) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable during the year under review.**
- (vi) Securities and Exchange Board of India (Issue and Listing of Non -Convertible Securities) Regulations, 2021; **Not applicable during the year under review.**

- (vii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (viii) Securities and Exchange Board of India (Depositories and Participant Regulation), 2018;
- (ix) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/ guidelines issued thereunder;
- (x) Other regulations as applicable and circulars guidelines issued thereunder and based on the above examination;

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:-

Sr. No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
1	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)	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
1	Section 203 of the Companies Act, 2013	Clarification sought by BSE regarding appointment of key managerial personnel as per Section 203(1)(i) of the Companies Act, 2013	No action	No action	Company's Board must have an MD and/or CEO	N. A.	Clarification given by the Company that the provisions of the Act say MD or CEO or manager and in their absence WTD should be appointed. Company has two WTDs.	No violation since the Company already has two Whole Time Directors on the Board	No violation of Section 203(1)(i) of the Companies Act, 2013
2	Regulation 19(3A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Clarification sought by BSE stating that the meeting of nomination and remuneration committee has not been held for the year 2022-2023	No action	No action	One meeting of nomination and remuneration committee should be held in each financial year	N. A.	The Nomination & Remuneration Committee meeting was held on 13.05.2022	No violation since meeting was conducted	No violation of Regulation 19(3A) of SEBI LODR

- (c) The listed entities have maintained proper books of records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records.

- (d) Pursuant to SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019 additional affirmations required by the Company which are as follows:

Sr. No.	Particulars	Compliance Status(Yes/No/NA)	Observations/Remarks by PCS
1	Secretarial Standards The Compliances of listed entities are in accordance with the Auditing Standards issued by ICSI, namely CSAS-1 to CSAS-3	Yes	NIL
2	Adoption and timely updation of the Policies: • 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.	Yes	The Company is in the process of updating the policies wherever required.
3	Maintenance and disclosures on Website: • 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	NIL
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	NIL
5	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	N. A.	NIL
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	NIL
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	NIL

