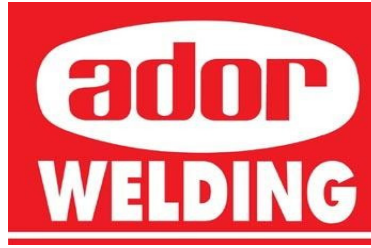


ADOR WELDING LIMITED**REGD. & CORPORATE OFFICE**

Ador House, 6, K. Dubash Marg, Fort,
Mumbai - 400 001-16 Maharashtra - India
G.P.O. Box No. 1546
Phone : (022) 2284 2525 / 6623 9300
Fax : (022) 2287 3083 / 2283 0393
Website : www.adorwelding.com
Email : cmo@adorians.com
CIN. : L70100MH1951PLC008647

AWL/SEC/SE/2020-21**28th July, 2020****BSE LTD.**

Phiroze Jeejeebhoy Towers,
01st Floor, Dalal Street,
Fort,
Mumbai - 400 023.

NATIONAL STOCK EXCHANGE OF INDIA LTD.

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

Company Scrip Code: 517041**Company Scrip Code: ADORWELD**

Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2020

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, we are submitting herewith Annual Secretarial Compliance Report for the year ended 31st March 2020, issued by Practicing Company Secretaries, M/s. Hemanshu Kapadia & Associates, Mumbai.

Kindly also note that due to "work from home" policy being followed at our Head office for majority of its employees, we are submitting this disclosure / announcement without signature.

We hereby request you to take this information on record and acknowledge its receipt.

Thanking you,

Yours Sincerely,

For **ADOR WELDING LIMITED**

Sd/-

VINAYAK M. BHIDE

COMPANY SECRETARY & COMPLIANCE OFFICER

HEMANSHU KAPADIA & ASSOCIATES

COMPANY SECRETARIES

Office No. 12, 14th Floor, Navjivan Society, Building No.3

Lamington Road, Mumbai-400 008

Tel: 6631 0888/6631 4830

E-mail: hemanshu@hkacs.com

Website: hkacs.com

SECRETARIAL COMPLIANCE REPORT OF ADOR WELDING LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2020

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

- a) all the documents and records made available to me 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 year ended 31st March, 2020 ("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 there under; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not Applicable to the Company during the Audit Period);



- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the Audit Period);
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable to the Company during the Audit Period);
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period);
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not Applicable to the Company during the Audit Period);
- 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 circulars/ guidelines issued there under;

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 there under, except in respect of matters specified below:-



Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on receipt of proper documentation, the listed entity shall register transfers of its securities in the name of the transferee(s) and issue certificates or receipts or advices, as applicable, of transfers; or issue any valid objection or intimation to the transferee or transferor, as the case may be, within a period of fifteen days from the date of such receipt of request for transfer. Also all certificates have to be issued within thirty days of the date of lodgement for sub-division, consolidation, renewal, exchange	During the year under review there were 6 requests for transfer and 4 requests for transmission of shares which were issued with delay beyond the prescribed time. During the year under review, 8 requests for name deletion, 3 request for change of name and 10 requests for duplicate share certificates were processed beyond the prescribed time limit.	--

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under 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 there under:

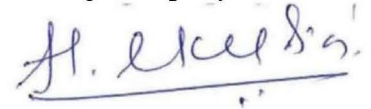


Sr. No.	Action taken by	Details of Violation	Details of action taken e.g. fines, warning letter, debarment, etc	Observations/ remarks of the Practicing Company Secretary, if any.
As informed by Management, the Company has not received any notice/letters from SEBI or stock exchange				

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.	As required under Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 and vide Circular no. LIST/COMP/05/2017-18 dated June 14, 2017: The Company had submitted Share Capital Audit Report in XBRL mode within 30 days of the quarter ended 30 th September 2018, however, the same in PDF mode was filed after the expiry of thirty days.	31.03.2019	The Company has, thereafter complied with this requirement within the timeline.

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



Hemanshu Kapadia

Proprietor

C.P. No.:2285

Membership No.:F3477

UDIN: F003477B000510500

Place: Mumbai

Date: 28th July 2020

