



May 27, 2022

To The Listing Department The National Stock Exchange of India Limited Plot No. C/1, G Block Bandra Kurla Complex Bandra (East) Mumbai 400 051 Symbol: HATHWAY	To The Corporate Relationship Department BSE Limited P.J. Towers, 1 <sup>st</sup> Floor, Dalal Street, Mumbai – 400 001 Script Code No. 533162
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**Subject: Annual Secretarial Compliance Report of the Company for the year ended March 31, 2022**

Dear Sir(s)/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed the Annual Secretarial Compliance Report for the financial year ended March 31, 2022 issued by Rathi & Associates, Practicing Company Secretaries.

Please take the same on your record.

**FOR HATHWAY CABLE AND DATACOM LIMITED**



**AJAY SINGH**

*Head Corporate Legal, Company Secretary and Chief Compliance Officer*  
FCS: 5189

Encl: As above

**Hathway Cable and Datacom Limited**

Regd Off: 805/806, "Windsor", Off C.S.T. Road, Kalina, Santacruz (E), Mumbai 400 098. Tel: +91 022 40542500, Fax: +91 22 40542700  
Email: [info@hathway.net](mailto:info@hathway.net) Website: [www.hathway.com](http://www.hathway.com) CIN: L64204MH1959PLC011421

# Rathi & Associates

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

### ANNUAL SECRETARIAL COMPLIANCE REPORT

(Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

of

Hathway Cable and Datacom Limited (*“the Company”*)  
for the financial year ended March 31, 2022

#### We have examined:

- (a) all the documents and records made available to us and explanation provided by the Company;
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges;
- (c) website of the Company; and
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended on March 31, 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”*), 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, includes: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



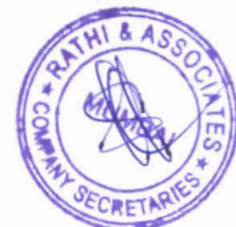
Provisions of the following Regulations and Circulars/Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and circulars/guidelines issued thereunder were **not applicable** to the Company during the Review Period: -

- a. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- b. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- c. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; and
- e. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- f. Clause 6A & 6B of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

and circulars/ guidelines issued thereunder; and based on the examination, I/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 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,

Sr. No.	Action taken by	Details of Violation	Details of action taken	Observations/ Remarks
1.	BSE Limited (BSE) and The National Stock Exchange of India Limited(NSE)	Maintenance of minimum public shareholding (MPS) of at least 25% pursuant to Regulation 38 of the SEBI (Listing	The Company had received notices from BSE and NSE: 1) dated July 05, 2021, for payment of penalty of Rs. 7,19,800 (Rupees	Effective April 27, 2021, the Company is fully compliant with MPS requirements.



		<p>Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957.</p>	<p>Seven Lakhs Nineteen Thousand and Eight Hundred only) for the period of January 01, 2021 to March 31, 2021, and 2) dated September 17, 2021 for payment of Rs. 3,06,800 (Rupees Three Lakhs Six Thousand and Eight Hundred Only) for the period April 01, 2021 to April 26, 2021.</p> <p>With regard to aforementioned notices, the Company had suo moto made payment of Rs. 7,13,900/- (Rupees Seven Lakhs Thirteen Thousand and Nine Hundred Only) on April 03, 2021, while it made payment of Rs 5,900/- (Rupees Five Thousand and Nine Hundred Only) on July 07, 2021 and Rs. 3,06,800 (Rupees Three Lakhs Six Thousand and Eight Hundred Only) on September 17, 2021.</p>	
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Sr No.	Observations of Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2021	Actions taken by Listed entity, if any	Comments of Practising Company Secretary on the action taken by the Listed entity
1	<p>To achieve compliance of 25% MPS (against 5.91% public shareholding), the Promoters had made an offer for sale of 33,79,83,855 equity shares representing 19.09% of the total issued and paid-up equity share capital of the Company, in accordance with the provisions of the applicable SEBI Circulars. Pursuant to the said offer for sale, effective March 30, 2021, the public shareholding of the Company increased from 5.91% to 13.39%.</p> <p>Thereafter, the Promoters made another offer for sale of 20,54,43,340 equity shares representing 11.61% of the total issued and paid-up equity share capital of the Company, in accordance with the provisions of the applicable SEBI Circulars. Pursuant to the said offer for sale, effective April 27, 2021, the public shareholding of the Company has increased from 13.39 % to 25%.</p> <p>Accordingly, the Company has achieved compliance with the MPS requirement.</p> <p>Also the Company has suo moto paid the penalty for the period upto March 31, 2021.</p>		<p>The Company had achieved the requisite compliance effective April 27, 2021.</p> <p>The Company had received notices from BSE and NSE:</p> <p>1) dated July 05, 2021, for payment of penalty of Rs. 7,19,800 (Rupees Seven Lakhs Nineteen Thousand and Eight Hundred only) for the period of January 01, 2021 to March 31, 2021, and</p> <p>2) dated September 17, 2021 for payment of Rs. 3,06, 800 (Rupees Three Lakhs Six Thousand and Eight Hundred Only) for the period April 01, 2021 to April 26, 2021.</p> <p>With regard to aforementioned notices, the Company had suo moto made payment of Rs. 7,13,900/- (Rupees Seven Lakhs Thirteen Thousand and Nine Hundred Only) on April 03, 2021, while it made payment of Rs. 5,900/- (Rupees Five Thousand and Nine Hundred Only) on July 07, 2021 and Rs.</p>	<p>Effective April 27, 2021, the Company is fully compliant with MPS requirements.</p>



		3,06,800 (Rupees Three Lakhs Six Thousand and Eight Hundred Only) on September 17, 2021.	
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**For RATHI & ASSOCIATES  
COMPANY SECRETARIES**

A handwritten signature in blue ink, appearing to read "Himanshu S. Kamdar".

**HIMANSHU S. KAMDAR  
PARTNER  
FCS: 5171  
COP: 3030**

**Date: April 12, 2022  
Place: Mumbai  
UDIN: F005171D000088848**