

Date: 03<sup>rd</sup> July, 2020

1) Asst. President, Listing Department, National Stock Exchange of India Limited, Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai-400051 Scrip ID – ARCHIES	2) The Listing Department, Corporate Relationship Department, BSE Limited, 1 <sup>st</sup> Floor, New Trading Wing, P.J. Towers, Dalal Street Fort, Mumbai-400001 Scrip Code – 532212
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**Sub: Submission of Annual Compliance Report for the Financial Year 2019-20 under Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015**

Dear Sir/Madam,

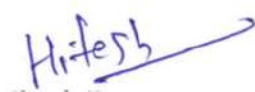
Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we hereby submit Annual Compliance Report for the Financial Year 2019-20 issued by Mr. Naveen Shree Pandey representative of NSP & Associates, Company Secretaries, Ghaziabad, Uttar Pradesh.

Please take the above on your records.

Thanking You.

Yours faithfully,

For Archies Limited



**Hitesh Kumar**

(Company Secretary & Compliance Officer)

**ARCHIES LIMITED**

C-113, NARAINA INDUSTRIAL AREA, PHASE -1, NEW DELHI - 110028 (INDIA), CIN : L36999HR1990PLC041175  
TEL.: 91-11-41410000, 41412222, Fax : 91-11-41410060, Email : archies@archiesonline.com, Website : www.archiesonline.com  
REGISTERED OFFICE : PLOT NO. 191- F, SECTOR - 4, I.M.T. MANESAR, GURUGRAM - 122050, HARYANA (INDIA)



**Secretarial Compliance report of  
Archies Limited (CIN: L36999HR1990PLC041175)  
for the year ended on 31<sup>st</sup> March, 2020**

I, Naveen Shree Pandey, Proprietor of NSP & Associates, have examined:

- a) all the documents and records made available to us and explanation provided by Archies Limited (CIN: L36999HR1990PLC041175) ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) other document(s)/ filing(s), as may be relevant, which has been relied upon to make this certification;

for the year ended 31<sup>st</sup> 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 thereunder; and
- b) the Securities Contracts (Regulation) Act, 1955 ("SCRA"), Rules, made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");
- c) the following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the circulars/guidelines issued thereunder, have been examined:
  - 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;
  - 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 to the Company during the period under review;
  - v. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable to the Company during the period under review;
  - vi. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable to the Company during the period under review;
  - vii. 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 period under review;
  - viii. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

**For NSP & ASSOCIATES**  
(Practicing Company Secretary)

*Naveen Shree Pandey*  
Naveen Shree Pandey  
FCS-9028, COP-10937

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 matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	Regulation 17 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Composition of the Board of Directors with respect to the balance of Executive and Non-executive Directors was not maintained.	The Company has appointed Mr. Kanav Dev Sharma as Independent Director of the Company with effect from 19.08.2019 through passing a resolution in Board Meeting held on 10th August, 2019. Hence, the Company has complied with the Regulation 17 of the LODR and the balance of Executive and Non-Executive Directors on the Board is also maintained.

- 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 my examination of those records.

**For NSP & ASSOCIATES**  
(Practicing Company Secretary)

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- 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 e.g. fines, warning letter, debarment, etc.	Observations / Remarks of the Practicing Company Secretary
1.	National Stock Exchange of India Limited	Regulation 17 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Fine of Rs. 34,500/- was imposed vide Letter dated NSE/LIST-SOP/CG/FINES/88262 dated 19 <sup>th</sup> August, 2019 served through E-Mail dated August 19 <sup>th</sup> , 2019	The Company has paid the fine.
2.	BSE Limited	Regulation 17 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Fine of Rs. 34,500/- was imposed vide Letter dated LIST/COMP/ Reg. 27(2)" & Reg. 17 to 21/Jun-19/532212/157/2019-20 dated August 19 <sup>th</sup> , 2019	The Company has paid the fine.
3.	National Stock Exchange of India Limited	Regulation 17 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Fine of Rs. 2,89,100/- was imposed vide Letter NSE/LIST-SOP/ CG/ FINES/ 93794 dated November 01 <sup>st</sup> , 2019	The Company has paid the fine.
4.	BSE Limited	Regulation 17 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Fine of Rs. 2,89,100/- was imposed vide Letter dated LIST/COMP / Reg. 27(2) & Reg. 17 to 21/ Sep-19/532212 / 219 / 2019-20 dated October 31 <sup>st</sup> , 2019	The Company has paid the fine.

For NSP & ASSOCIATES  
(Practicing Company Secretary)

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- d) The Company was not required to take any action with regard to compliance with the observations made in previous reports as the same was not applicable.

For NSP & Associates  
Company Secretaries  
**For NSP & ASSOCIATES**  
(Practicing Company Secretary)

*Ns. Pandey*  
Naveen Shree Pandey  
FCS-9028, COP-10937

Naveen Shree Pandey  
(Proprietor)

FCS No.: 9028

C P No.: 10937

UDIN: F009028B000354428

Place: New Delhi

Date: 18<sup>th</sup> June, 2020