

24th August, 2020

The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G - Block,
Bandra Kurla Complex,
Bandra East,
Mumbai 400 051
Scrip code: ACCELYA

Deputy General Manager,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001
Scrip code: 532268

Dear Sir/ Madam,

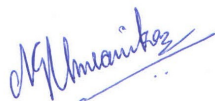
Sub: Secretarial Compliance Report

Please find attached the Annual Secretarial Compliance Report for 2019-20 provided by S. N. Ananthasubramanian & Co., Company Secretaries.

This is for your information and record.

Thanking you,

For Accelya Solutions India Limited



Ninad Umranikar
Company Secretary

Encl.: As above



Secretarial Compliance Report of ACCELYA SOLUTIONS INDIA LIMITED
(CIN: L74140PN1986PLC041033)
For the year ended 30th June, 2020

We have examined:

- all the documents and records made available to us and explanation provided by **Accelya Solutions India Limited** (“the listed entity”),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- other documents/ filings, as may be relevant, which has been relied upon to make this certification,

for the year ended **30th June, 2020** (“Review Period”) in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 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 there under, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable as there was no reportable event during the Financial Year under review;**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable as the Company has not bought back / proposes to buy-back any of its securities during the financial year under review;**

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S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not applicable as Company has not issued any shares under ESOP scheme during the financial year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable as Company has not issued any debt securities during the financial year under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - **Not Applicable as the Company has not issued any Non-Convertible and Redeemable Preference Shares during the Financial Year under review;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
and circulars/ guidelines issued thereunder;

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. | Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Point No. 4. - Outcome of Meetings of the board of directors: The listed entity shall disclose to the Exchange(s), within 30 minutes of the closure of the meeting, held to consider the following: (h)- Financial results | Board meeting held on 14 th May, 2020 for approving unaudited financial results for the quarter ended 31 st March 2020 concluded at 4.00 p.m. Outcome of the Board meeting was intimated to NSE at 6.22 p.m. and BSE at 6.48 p.m. | As represented by the Company, it was facing problems in uploading the files due to its size. Due to technical glitches they could not upload the same within required timelines. |

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Design approved by Institute of Company Secretaries of India (ICSI) for the purpose of the Companies Act, 2013. The design is valid for the period from 01.01.2018 to 31.12.2020. The design is valid for the period from 01.01.2018 to 31.12.2020. The design is valid for the period from 01.01.2018 to 31.12.2020.





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- (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/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 E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|---------|-----------------|----------------------|---|--|
| NIL | | | | |

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports : **Not Applicable since there was no observation in the previous Report/ clean report and accordingly no action was required to be taken by the Company**

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries
ICSI Unique Code P1991MH040400
Peer Review No. 06/2019

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Digitally signed by ASHWINI RAHUL VARTAK
DN: c=IN, st=Maharashtra,
2.5.4.20=0a23c120b88066d6b67940d0a0c039b
259f70c581de4da1f132b516f0c6f5,
postalCode=400601, street=FLAT NO 302,
ACCURA D WING, PISTONBASE, URBANA, OFF
NASHIK HIGHWAY THANE WEST,
serialNumber=6d6c3c2a6029622bc281-cf570f3
037#6d938c20b08f1430366483055c17b,
o=Personal, ou=ASHWINI RAHUL VARTAK,
givenName=684d4d50969d9c7132600aa16e692f
898
Date: 2020.08.12 16:16:25 +05'30'



Ashwini Vartak
Partner
ACS: 29463 | COP.No.: 16723
ICSI UDIN : A029463B000572302
12th August, 2020 | Thane