

**Secretarial compliance report of ACROW INDIA LIMITED
for the year ended 31st March, 2021.**

To,
The members,
ACROW INDIA LIMITED
CIN: L13100MH1960PLC011601

I, Company Secretary in Practice, have examined:

- a) all the documents and records made available to us and explanation provided by Acrow India 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, 2021 ("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:-

- 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 reporting 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 reporting period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the company during the reporting period)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the reporting 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 reporting period)**



- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Registrar to an issue and share transfer agents) Regulations, 1993(Not applicable to the company during the reporting period) and circulars and guidelines issued thereunder;

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	Observations/Remarks of the Practicing Company Secretary
1.	Appointment of a Chief Financial Officer under section 203(iii) of the Companies Act, 2013	Non- appointment of a Chief Financial Officer under section 203(iii) of the Companies Act, 2013 till 3 rd of September 2020	The company has not complied with provisions of clause (iii) of sub section (1) of Section 203 of the Companies Act, 2013, till 3 rd of September 2020
2.	Compliance under section 124(6) of Companies Act, 2013 and rules made thereunder	Show cause notice received under section 124(7) of Companies Act, 2013 and Rule (6) of IEPF Authority, Rules 2016 made thereunder	For the year 2005-06 entire process of transfer is completed in the month of September, 2020 and for remaining years from 2006-07 to 2010-11 approval is received on 4 th June 2021 from CDSL for Corporate action.

- (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.
- (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.
1.	Ministry of Corporate Affairs	Non-Compliance under section 124(6) of Companies Act, 2013 and rules made thereunder	Show cause notice received under section 124(7) of Companies Act, 2013 and rules made thereunder on 29.11.2019	For the year 2005-06 entire process of transfer is completed in the month of September, 2020 and for remaining years from 2006-07 to 2010-11 approval is received on 4 th June 2021 from CDSL for Corporate action.

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	Compliance under section 124(7) of Companies Act, 2013 and rules made thereunder	Show cause notice received under section 124(7) of Companies Act, 2013 and rules made thereunder on 29.11.2019	For the year 2005-06 entire process of transfer is completed in the month of September, 2020 and for remaining years from 2006-07 to 2010-11 approval is received on 4 th June 2021 from CDSL for Corporate action.

(d)The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2021	Actions taken by the listed entity , if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	NIL	The company has not complied with provisions of clause (iii) of sub section (1) of Section 203 of the Companies Act, 2013, till 3 rd of September 2020	The company has appointed a Chief Financial Officer wef 4 th September, 2020	The company has now complied with provisions of clause (iii) of sub section (1) of Section 203 of the Companies Act, 2013.
2	NIL	The Company has	For the year	The company has now




		requested for extension of time to comply with the provisions of the said section and rules of IEPF Authority.	2005-06 entire process of transfer is completed in the month of September, 2020 and for remaining years from 2006-07 to 2010-11 approval is received on 4 th June 2021 from CDSL for Corporate action.	received the approval from CDSL on 4 th June 2021 to transfer the shares to IEPF authority.
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Note: This certificate has been issued based on the available information submitted by the company and its Directors and the registers, records, documents and papers maintained by the company.

For S. R. Padhye & Co.

Place: Mumbai
Date: 29th June, 2021
UDIN: F004270C000540234




S. R. Padhye
(Proprietor)
FCS: 4270
COP: 1559