

Ref.: CV/BB/24A/ASC/2021

June 26, 2021

The General Manager
Department of Corporate Services
BSE Ltd.
P. J. Towers,
Dalal Street,
Mumbai – 400001.
Scrip Code: 524075

The Manager
Listing Department
National Stock Exchange of India
Ltd.
Exchange Plaza, Plot No. C-1, G
Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051.
Symbol: ALBERTDAVD

Dear Sir/s,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended March 31, 2021

In terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith an Annual Secretarial Compliance Report of the Company for the year ended March 31, 2021 issued by Mr. Manoj Kumar Banthia, Partner, M/s. MKB & Associates, Company Secretaries, Kolkata.

Please take the same on record.

Thanking you,

Yours faithfully,
For **Albert David Limited**


Chirag A. Vora
Company Secretary & Compliance Officer
Place: Mumbai

Encl.: A/a.



**SECRETARIAL COMPLIANCE REPORT OF ALBERT DAVID LIMITED FOR
THE YEAR ENDED 31ST MARCH, 2021**

I, Manoj Kumar Banthia, Partner of M/s MKB & Associates, Company Secretaries in Practice, have examined:

- (a) all the documents and records made available to us and explanation provided by **ALBERT DAVID 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 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, to the extent applicable, whose provisions and the circulars/ guidelines issued there under, 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;
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;





and circulars/ guidelines issued there under;

and based on the above examination and considering the relaxations granted by Ministry of Corporate Affairs and Securities and Exchange Board of India due to COVID-19 pandemic, 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 there under, except in respect of matters specified below:-

| <i>Sr. No.</i> | <i>Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)</i> | <i>Deviations</i> | <i>Observations/ Remarks of the Practicing Company Secretary</i> |
|----------------|--|--|--|
| 1 | <i>Regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements), 2015</i> | <i>The company did not have an independent woman director on its Board from 01.04.2020 to 23.08.2020</i> | <i>The company appointed independent woman director on its Board on 24.08.2020</i> |

- (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 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:

| <i>Sr. No.</i> | <i>Action Taken by</i> | <i>Details of violation</i> | <i>Details of action taken e.g., fines, warning letter, debarment, etc.</i> | <i>Observations/ Remarks of the Practicing Company Secretary</i> |
|----------------|-----------------------------------|--|---|--|
| 1 | <i>National Stock Exchange of</i> | <i>As required under proviso to Regulation</i> | <i>Fine was imposed by NSE. The same was waived off by</i> | <i>The company appointed independent</i> |





| | | | |
|----------------------------|---|---|--|
| <i>India Limited (NSE)</i> | <i>17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company did not have an independent woman director on its Board from 01.04.2020 to 23.08.2020.</i> | <i>NSE on the request of the Company.</i> | <i>woman director on its Board on 24.08.2020 in compliance with proviso to Regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</i> |
|----------------------------|---|---|--|

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

| Sr. No. | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended 31 st March, 2020 | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|---|--|--|--|--|
| Not applicable, as there were no observation in the previous report | | | | |

- (e) During the year under review no appointment/ re-appointment/ resignation of statutory auditor of the Company had occurred. The Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700

Manoj Kumar Banthia
Partner

Membership no. 11470
COP no. 7596

Date: 17.06.2021
Place: Kolkata
UDIN: A011470C000478739