

**Date- May 29, 2023**

**BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001**

**SCRIP Code: 540205**

**Sub :- Annual Secretarial Compliance Report for the financial year 2022-23**

Dear Sir/Mam

Dear Sir(s)

Pursuant to Regulation 24A of the Listing Regulations read with the relevant circulars issued by SEBI and Stock Exchanges from time to time, we are attaching herewith the Annual Secretarial Compliance Report of the Company issued by M/s Deepak Dhir & Associates, Practicing Company Secretaries for the year ended March 31, 2023.

This is for your information and record.

**Thanking you**

**Yours faithfully**

**For Aditya Vision Limited**

**AKANKSHA  
A ARYA**

**Akanksha Arya  
Company Secretary**

Digitally signed by AKANKSHA ARYA  
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2.5.4.20=#9adb7ae58134fae5bca67d49725aca223e14  
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# DEEPAK DHIR & ASSOCIATES

Company Secretaries

Office No. 5-6, First Floor, WZ-98, Lamba Complex

Jwala Heri Market, Paschim Vihar, New Delhi-110063

Mob. : +91-7503304860, Ph. : 011-45019978

E-mail: csdeepakdhir@gmail.com

Date: 29.05.2023

To,

**The Board of Directors  
Aditya Vision Limited  
1<sup>st</sup>, 2<sup>nd</sup> & 3<sup>rd</sup> Floor, Aditya House  
M-20, Road No. 26, S. K. Nagar  
Patna, Bihar-800001**

**Sub: Annual Secretarial Compliance Report for the financial year ended on 31.03.2023**

Dear Sir(s),

We have been engaged by **M/s Aditya Vision Limited** (CIN: L32109BR1999PLC008783) having its registered office at '1st, 2nd & 3rd Floor, Aditya House M-20, Road No. 26, S. K. Nagar Patna, Bihar-800001' (hereinafter referred to as "the Company"), to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and to issue Annual Secretarial Compliance Report for the financial year ended on 31<sup>st</sup> March, 2023.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all applicable SEBI regulations and circulars/guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI regulations and circulars/ guidelines issued thereunder from time to time and issue a report thereon.

Our audit was conducted in accordance with the guidance note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed herewith.

**For DEEPAK DHIR & ASSOCIATES  
COMPANY SECRETARIES**

Deepak Kumar Dhir  
F.C.S. 11633, C.P. 17296  
Peer Review No. 1918/2022

UDIN: F011633E000406412

Encl: as above



## Secretarial Compliance Report of Aditya Vision Limited for the financial year ended 31<sup>st</sup> March, 2023

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

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Aditya Vision Limited** (hereinafter referred as 'the listed entity'), having its registered office at '**Aditya House, M-20, 1<sup>st</sup>, 2<sup>nd</sup> & 3<sup>rd</sup> Floor, S. K. Nagar, Road No. 26, Patna-800001, Bihar**'. Secretarial review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of secretarial review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, **Deepak Dhir & Associates**, have examined:

- all the documents and records made available to us and explanation provided by **Aditya Vision Limited** ("the listed entity")
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the year ended 31<sup>st</sup> March, 2023 ("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 thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the review period)**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the review period)**



- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulation, 2018

and circulars/ guidelines issued thereunder;

and based on the above examination. We hereby report that, during the Review period:

I . (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) | Regulation / Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remarks |
|------------|---|---------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|---------|
| <b>NIL</b> |   |                           |            |                 |                |                      |             |   |                     |         |

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

| Sr. No.   | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Regulation / Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---|---|---------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|---------|
| <b>Not Applicable - Since there was no observation made in previous report for the financial year ended March 31, 2022.</b> |   |                           |            |                 |                |                      |             |   |                     |         |

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:- **Not applicable to the Company because there was no event of appointment or re-appointment/ resignation of statutory auditor of the Company during the review period.**



III. We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

| Sr. No. | Particulars   | Compliance Status (Yes/No/NA) | Observations /Remarks by PCS |
|---------|---|-------------------------------|------------------------------|
| 1.      | <p><b>Secretarial Standards:</b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p>  | Yes                           | --                           |
| 2.      | <p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>● All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entities</li> <li>● All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>  | Yes                           | --                           |
| 3.      | <p><b>Maintenance and disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>● The Listed entity is maintaining a functional website</li> <li>● Timely dissemination of the documents/ information under a separate section on the website</li> <li>● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website</li> </ul> | Yes                           | --                           |
| 4.      | <p><b>Disqualification of Director:</b></p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>  | Yes                           | --                           |



| Sr. No. | Particulars  | Compliance Status (Yes/No/NA) | Observations /Remarks by PCS*   |
|---------|--|-------------------------------|---|
| 5.      | <p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>   | NA                            | The Company does not have any material subsidiary and any other subsidiary during the review period.        |
| 6.      | <p><b>Preservation of Documents:</b></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>  | Yes                           | --  |
| 7.      | <p><b>Performance Evaluation:</b></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>   | Yes                           | --  |
| 8.      | <p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p> | Yes<br><br>NA                 | --<br><br>The Company has obtained the prior approval of Audit Committee for all Related party transactions |
| 9.      | <p><b>Disclosure of events or information:</b></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>   | Yes                           | --  |
| 10.     | <p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>   | Yes                           | --  |



| Sr. No. | Particulars  | Compliance Status (Yes/No/NA) | Observations /Remarks by PCS |
|---------|--|-------------------------------|------------------------------|
| 11.     | <p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.</p> | Yes                           | --                           |
| 12.     | <p><b>Additional Non-compliances, if any:</b></p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>   | Yes                           | --                           |

**Assumptions & Limitation of scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For **Deepak Dhir & Associates**  
Company Secretaries



*Deepak*  
Deepak Kumar Dhir  
M. No. FCS 11633  
CP No. 17296

Peer Review No. 1918/2022

Date: 29.05.2023

Place: New Delhi

**UDIN: F011633E000406412**