

## AKSH OPTIFIBRE LIMITED

A - 32, 2nd Floor,  
Mohan Co-operative Industrial Estate, Mathura Road,  
New Delhi-110044, INDIA  
Tel. : +91-11-49991700, 49991777  
Fax : +91-11-49991800  
E-mail : aksh@akshoptifibre.com  
Website : www.akshoptifibre.com  
CIN NO. L24305RJ1986PLC016132

May 25, 2022

To,

<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051. <b>Scrip Code: AKSHOPTFBR</b>	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai. – 400 001. <b>Scrip Code: 532351</b>
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**Subject: Annual Secretarial Compliance Report for the year ended March 31, 2022 under regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Annual Secretarial Compliance Report for the year ended March 31, 2022 issued by M/s Jayant Gupta & Associates, Company Secretaries.

We request you to take the above on records.

Thanking you

Yours truly,  
for Aksh Optifibre Limited



**Anubhav Raizada**  
Company Secretary

***We smarten up your life..™***

**SECRETARIAL COMPLIANCE REPORT OF AKSH OPTIFIBRE LIMITED  
FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022**

I, Jayant Gupta, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by **AKSH OPTIFIBRE 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 31<sup>st</sup> March, 2022 ("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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

And circulars/ 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
		Nil	

- (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	Actions Taken by	Details of violation	Details of action taken eg. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	*As mentioned below			No comments

\*The listed entity had received an Order No. WTM/AB/EFD-1/DRA-1/11/2019-20 dated June 28, 2019 passed by Whole Time Member of SEBI in respect of the SEBI's Show Cause Notice dated May 23, 2018 under Sections 11(1), 11(4) and 11B of the SEBI Act, 1992. Further, on the same allegations, SEBI also issued an order dated February 28, 2020 in respect of the Show Cause Notice dated June 8, 2018 under Section 15-I of the SEBI Act, 1992 read with Rule 5 of the SEBI (Procedure for holding inquiry and imposing penalties) Rules, 1995 and Section 23 of Securities Contracts (Regulation) Act, 1956 read with Rule 5 of the Securities Contracts (Regulation) (Procedure for holding inquiry and imposing penalties) Rules, 2005. The listed entity and the other notices filed an appeal before the Hon'ble Securities Appellate Tribunal against the said orders. SEBI also issued Notice of Demand dated November 11, 2020 and November 19, 2020 under Rule 2 of the Second Schedule to the Income Tax Act, 1961 read with Section 28A of the SEBI Act, 1992 read with Section 222 of the Income Tax Act, 1961 to the listed entity and other notices in relation to its order dated February 28, 2020, pursuant to which the listed entity and other noticees were required to deposit specified amounts (including interest and recovery cost) with SEBI. In furtherance of the penalty demanded from the listed entity, Dr. Kailash S. Choudhari, Promoter and Chairman of the listed entity offered

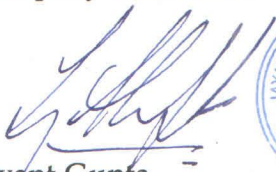


his holding of 1,77,09,218 Equity Shares in the listed entity as security to SEBI till the appeals against the impugned SEBI order were pending. SEBI vide notice of attachment of demat account dated January 20,2021 has attached the above said equity shares. The other noticees have deposited their penalty amount with SEBI under protest. As on March 31, 2022, the Hon'ble Securities Appellate Tribunal, Mumbai has kept its order reserved on the appeals filed before it.

(d) The listed entity has taken the following actions to comply with the observations made in 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 March 31, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	Nil			

For Jayant Gupta & Associates  
Company Secretaries

  
Jayant Gupta  
Company Secretary  
FCS No. : 7288  
C P No. : 9738  
P R No. : 759/2020  
UDIN : F007288D000370222



Place: New Delhi  
Date: May 23, 2022