

AKSH OPTIFIBRE LIMITED

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Mohan Co-operative Industrial Estate, Mathura Road,
New Delhi-110044, INDIA
Tel.: +91-11-26991508, 26991509
Fax : +91-11-26991510
Email : aksh@akshoptifibre.com
Website : www.akshoptifibre.com
CIN NO. : L24305RJ1986PLC016132

May 28, 2019

To,

National Stock Exchange of India Ltd. Exchange Plaza, 5th floor, Plot No. C/1, 'G' Block, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051.	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai. – 400 001.
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Subject: Annual Secretarial compliance Report for the year ended March 31, 2019 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 read with Circular No. CIR/CFD/CMD1 /27/2019 dated 8th February, 2019, we hereby submit the Annual Secretarial Audit Report for the Year ended March 31, 2019 issued by M/s Himanshu Sharma & Associates, Practicing Company Secretary.

We request you to take the above on records.

Thanking you

Yours truly,
for Aksh Optifibre Limited

Gaurav Mehta
Chief-Corporate Affairs & Company Secretary

We smarten up your life..™

HIMANSHU SHARMA & ASSOCIATES COMPANY SECRETARIES

**Secretarial compliance report of Aksh Optifibre Limited for the year ended 31st
March, 2019**

We Himanshu Sharma & Associates have examined:

- a) All the documents and records made available to us and explanation provided by Aksh Optifibre Limited CIN No. L24305RJ1986PLC016132 ("the listed entity") having its registered office at F-1080, PHASE III RIICO INDUSTRIAL AREA BHIWADI RJ 301019 IN.
- 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, 2019 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, 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 (Registrar to an Issue and share Transfer Agent) Regulations, 1993

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Email ID: legalthimanshu@gmail.com, himanshuoffice9@gmail.com



HIMANSHU SHARMA & ASSOCIATES COMPANY SECRETARIES

- e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued there under;

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 there under, 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
NA	NIL	NA	NIL

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from 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 there under:

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

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				Secretary, if any.
NIL*				

**During the financial year under review the Company has received show cause notice from Securities and Exchange Board of India (SEBI) in the matter of GDR issue made by the Company in the year 2010. The Company has duly submitted the reply along with required documents and appeared for the hearing. However, the Company has not received the final order from SEBI, so far.*

- 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 31 st March, 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NA	NIL	NIL	NA	NIL

Place: New Delhi
Date: 28-05-2019

For Himanshu Sharma & Associates
Company Secretaries



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