



**Apollo TriCoat**

THREE STEPS AHEAD

**ELECTRONIC FILING**

**May 18, 2022**

ATTL/SE/AC/2022-23

To,  
The Department of Corporate Services  
BSE Limited  
P.J. Towers, Dalal Street,  
Mumbai – 400001

Scrip Code: 538566

**Re: Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2022.**

Dear Sir/Madam,

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find attached herewith the Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March 2022 issued by Anjali Yadav & Associates, Practising Company Secretaries.

Submitted for your kind information and necessary records.

Thanking You,

Yours Faithfully,

For **Apollo Tricoat Tubes Limited**

*Shivam*

**(Shivam Maheshwari)**

**Company Secretary**

**M. No. A38467**

**Apollo TriCoat Tubes Limited**

CIN: L74900DL1983PLC014972

Corp. Office: 36, Kaushambi, Near Anand Vihar Terminal, Delhi - NCR 201010, India Tel: +91-120-4041400 Fax: +91-120-4041444

Regd. Office: 37, Hargobind Enclave, Vikas Marg, Delhi - 110092, India Tel: +91-11-22373437 Fax: +91-11-22373537

Unit-I: Plot No. 53, Part-I, 4th Phase, Industrial Area, Sy. No. 28-33, Kurandahalli Village, Kasaba Hobli, Malur, Taluk, Distt. Kolar - 563101 Karnataka, India

Unit-II: Village Bisnoli, Khasra No. 527 To 530 & 569, Dujana Road, Tehsil Dadri, Gautam Budh Nagar, Uttar Pradesh - 203207, India

E-mail: info@apollotricoat.com | Website: www.apollotricoat.com

To,  
The Board of Directors  
**APOLLO TRICOAT TUBES LIMITED**  
37, Hargobind Enclave,  
Vikas Marg, Delhi -110092

Dear Sir(s),

**Secretarial Compliance Report for the financial year ended March 31, 2022**

We have been engaged by **APOLLO TRICOAT TUBES LIMITED** whose equity shares are listed on BSE Limited [Security Code: 538566] to conduct an audit and issue Secretarial Compliance Report in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

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 there under 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 the provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and issue a report thereon.

The Audit was conducted in accordance with the Guidance Note on Secretarial Compliance Report issued by The Institute of Company Secretaries of India "ICSI". Secretarial Compliance Report is enclosed herewith.

**For Anjali Yadav & Associates**  
**Company Secretaries**

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**Anjali Yadav**  
**Proprietor**  
**FCS No. 6628**  
**CP No. 7257**  
**P/R: 629/2019**

**Date : May 06, 2022**  
**Place : New Delhi**  
**UDIN: F006628D000277437**

## Secretarial Compliance Report of Apollo Tricoat Tubes Limited for the financial year ended March 31, 2022

We have examined:

- (a) all the documents and records made available to us and explanation provided by **APOLLO TRICOAT TUBES 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 March 31, 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 (as amended from time to time)
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended from time to time)
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (as amended); **[Not applicable during the period under the Review];**
- (e) <sup>1</sup>The Securities and Exchange Board of India (Employee Stock Option Scheme, Employee Stock Purchase Scheme) Guidelines, 1999 and (Share Based Employee Benefits) Regulations, 2014; (as amended);
- (f) The Securities and Exchange Board of India (Share Based Employees Benefits and Sweat Equity) Regulations, 2021; (as amended);
- (g) <sup>2</sup>The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (as amended); **[Not applicable during the period under the Review];**
- (h) <sup>3</sup>The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (as amended) **[Not applicable during the period under the Review];**
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (as amended); **[Not applicable during the period under the Review];**

### Footnotes:

1. *The Securities and Exchange Board of India (Employee Stock Option Scheme, Employee Stock Purchase Scheme) Guidelines, 1999 and (Share Based Employee Benefits) Regulations, 2014; (as amended) have been merged into The Securities and Exchange Board of India (Share Based Employees Benefits and Sweat Equity) Regulations, 2021; (as amended), provided at point (e) to the report.*
- 2.&3. *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (as amended) have been merged into Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (as amended) provided at point (i) to the report.*

(j) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

(k) (Other regulations as applicable) and circulars/ guidelines issued thereunder:

a) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices related to Securities Market), Regulations 2003

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 thereunder.

(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: **[Not applicable to the company]**;

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

S.No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (The years are to be mentioned)	Actions taken by the listed entity, if any	Observations/remarks of the Practicing Company Secretary, if any
1.	Non-Compliance of Regulation 17(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 with respect to the requirements pertaining to the composition of the Board for the quarter ended March, 2020.	For the Financial Year 2020-21	The non-compliance was made good w.e.f. February 1, 2020. However, since the stock exchanges review the compliances quarter-wise, fines were levied separately for the period pertaining to December 2019 quarter (which was reported in the last years' certificate) and the period pertaining to March 2020 quarter. The Company in its reply dated July 6 <sup>th</sup> , 2020, to the letter of Stock Exchange levying fine for the March 2020 quarter reiterated that the compliance had already been made and requested waiver of fine by the Stock Exchange.  We have been informed by the company that they have made	The matter stands closed.

			<p>the payment of fine “under protest” to the stock exchange on January 7<sup>th</sup>2021.</p> <p>During the year 2021-22, the matter was reportedly considered by the Committee for Reviewing Representations for Waiver of Fines Levied under Standard Operating Procedure (SOP) and the request for waiver of fine was rejected since the reasons/grounds provided by the company for waiver of fine does not falls under any of the carve-outs jointly formulated by BSE and NSE and noted by SEBI.</p>	
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**For Anjali Yadav & Associates  
Company Secretaries**

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**Anjali Yadav  
Proprietor  
FCS No. 6628  
CP No. 7257  
P/R: 629/2019**

**Date : May 06, 2022  
Place : New Delhi  
UDIN: F006628D000277437**