

**ATV  
PROJECTS  
INDIA  
LIMITED**



(An ISO 9001:2015 Certified Company)

**REGISTERED OFFICE :**  
1201, 12TH FLOOR, WINDFALL BUILDING,  
SAHAR PLAZA COMPLEX, ANDHERI - KURLA ROAD,  
J.B. NAGAR, ANDHERI (E), MUMBAI - 400 059.  
TEL.: 91-22-67418212 / 66969449  
E-mail ID : atvprojects@ymail.com  
CIN:- L99999MH1987PLC042719

**17.05.2025**

To,  
The Department of Corporate Service,  
**Bombay Stock Exchange Ltd,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001.

**Scrip Code: 500028**

Sub: **Annual Secretarial Compliance Report for the year ended March 31, 2025 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir,

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the year ended March 31, 2025.

This is for your information and record.

Yours Faithfully,

For **ATV PROJECTS INDIA LIMITED**

SARADA  
PATRO

**Sarada Patro**  
**COMPLIANCE OFFICER**

**Encl: A/a**

**Neeta H. Desai**

BA, LLB, LLM, FCS

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### **Secretarial Compliance Report**

**(Under regulation 24A of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015)**

To,

**ATV Projects India Limited**

1201, 12th Floor, Wind Fall Building,

Sahar Plaza Complex, Andheri Kurla Road,

Andheri East, Mumbai – 400 059

I, Neeta Desai, Practising Company Secretary have examined:

1. all the documents and records made available to us and explanation provided by **ATV Projects India Limited** (“the listed entity”),
2. the filings/ submissions made by the listed entity to the stock exchanges,
3. website of the listed entity,
4. 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, 2025 (“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:-

- (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;  
The Company had applied for the reclassification of promoter holdings under **Regulation 31A** of the SEBI (Listing Obligations and Disclosure Requirements) Regulations and the application got approved by BSE vide its letter no. LIST/COMP/BS/271/2024- 2025 dated 18.06.2024.
- (ii) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (iii) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (iv) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable during the year under review.**
- (v) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; **Not applicable during the year under review.**

- (vi) Securities and Exchange Board of India (Issue and Listing of Non Convertible Securities) Regulations, 2021; **Not applicable during the year under review.**
- (vii) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable during the year under review.**
- (viii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (ix) Securities and Exchange Board of India (Depositories and Participant Regulation), 2018;
- (x) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/ guidelines issued thereunder;
- (xi) Other regulations as applicable and circulars guidelines issued thereunder and based on the above examination;

Sr No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management response	Remarks
1	Regulation 33(2)(b) of LODR	Financial Results for the Quarter ended September 2024 not signed by Chairperson or MD or WTD	No Action taken	N. A.	UFR not signed by MD/WTD	N. A.	The UFR is signed by Ms. Pooja Bagwe who is WTD & Company Secretary.	The UFR for the quarter ended September 2024 is signed by the WTD Ms. Pooja Bagwe.	
2	Regulation 31	Discrepancy in Shareholding pattern for the quarter ended 30.06.2024	No Action taken	N. A.	Number of Promoters are less shown in shareholding pattern	N. A.	The Company received an approval for reclassification of outgoing promoter on 18th June, 2024. Hence 12 number of Promoters were classified as public shareholder.	The Company received an approval for reclassification of outgoing promoter on 18th June, 2024. Hence 12 number of Promoters were classified as public shareholder	
3	Discrepancy in SDD Portal	The Company has not updated PAN of Promoter & promoter group in SDD portal of depository as on 26.07.2024	No Action taken	N. A.	PAN of promoter & promoter group not updated on the NSDL /CDSL Issuer portal	N. A.	PAN of outgoing promoters not updated/ removed on account of reclassification approval received from BSE.	After letter of approval for reclassification of outgoing promoters, the details of 12 number of outgoing promoters were deleted	

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

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management response	Remarks
1	None								

(c) The listed entities have maintained proper books of records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records.

(d) Pursuant to SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019 additional affirmations required by the Company which are as follows:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/Remarks by PCS
1	Secretarial Standards The Compliances of the listed entities are in accordance with the applicable Secretarial Standards (SS) issued by ICSI.	Yes	NIL
2	Adoption and timely updation of the Policies:  <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 has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes	All Policies are updated and are in conformity with SEBI Regulations.

3	<p>Maintenance and disclosures on Website:</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	The Website is functional and there is timely dissemination on the website.
4	<p>Disqualification of Director:</p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	NIL
5	<p>To examine details related to Subsidiaries of listed entities:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries.</p>	N. A.	NIL
6	<p>Preservation of Documents:</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	NIL
7	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	Yes	NIL
8	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved /ratified / rejected by the Audit committee.</p>	Yes	NIL

9	Disclosure of events or information: 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.	Yes	NIL
10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	NIL
11	Actions taken by SEBI or Stock Exchange(s), if any:	NA	No 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 SEBI Regulations and circulars/ guidelines issued there under.
12	Additional Non-compliances, if any:	NA	No Non Compliance.

**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:**

Sr. No.	Particulars	Compliance Status (Yes /No/ NA)	Observations/ Remarks by PCS*
<b>1</b>	<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	No	M/s RHAD & Co. Chartered Accountant are re- appointed for the second term of Five (5) years from the financial year 2022-23 to 2026-27. Hence this is not applicable.
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	No	

<b>2.</b>	<b>Other conditions relating to resignation of statutory auditor</b>		
	<p><b>i.</b> Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p><b>ii.</b> Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>	<p>NA</p> <p>NA</p> <p>NA</p> <p>NA</p>	<p>There are no incidents as specified in sub clauses a to c of Clause (i) of point no. 2.</p>
<b>3.</b>	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	The Company does not have any subsidiary. Not Applicable.

Assumptions & limitation of scope and review:

- (i) Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

- (ii) Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
- (iii) We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
- (iv) This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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.

**Place: Mumbai**  
**Date : 14.05.2025**  
**UDIN : F003262G000343041**

**For ND & Associates**  
**(Peer Reviewed)**

NEETA  
HARKISAN  
DESAI

Digitally signed by NEETA HARKISAN DESAI  
DN: cn=, o=Personal,  
email=neeta@nd.co.in, c=IN,  
2.5.4.20=b5a456a839a5888a69570b0f3a288ae  
b5d5e14a2aade703815f739051718  
emailCode=400022, cn=Maharashtra,  
serialNumber=u01348465744622b3a58bc14210  
AB16211228ba407104f16a139151  
cn=NEETA HARKISAN DESAI  
Date: 2025.05.14 16:14:58 +05'30'

**Neeta H. Desai**  
**Practising Company Secretary**  
**COP No. 4741**