



ACE INTEGRATED SOLUTIONS LIMITED

Regd. Office: B-13, DSIDC Complex, Functional Industrial Estate,
Industrial Area Patparganj, New Delhi-110092,
Email- md@aceintegrated.com, cs@aceintegrated.com
Phone No. 011-49537949, Website- www.aceintegrated.com
CIN: L74140DL1997PLC088373

Ref.-ACE/STX/2023-24/15

Date: 29.05.2023

To

**The Manager (Listing Department)
National Stock Exchange of India Limited (NSE)
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai-400051**

**Company Symbol: ACEINTEG
ISIN: INE543V01017**

Subject: Annual Secretarial Compliance Report for the year ended March 31, 2023.

Dear Sir/Madam,

Pursuant to regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and other circulars issued by NSE from time to time, please find enclosed Annual Secretarial Compliance Report for the year ended March 31, 2023, issued by M/s Atiuttam Singh & Associates, Company Secretaries and Secretarial Auditor of the Company.

You are requested to kindly take the above information on your records.

For ACE INTEGRATED SOLUTIONS LIMITED

**RAHUL CHAUHAN
(Company Secretary & Compliance Officer)**



SECRETARIAL COMPLIANCE REPORT
ACE INTEGRATED SOLUTIONS LIMITED
For the financial year ended on 31st March 2023

Regulation 24A (2) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s **ACE INTEGRATED SOLUTIONS LIMITED** having CIN L74140DL1997PLC088373 (hereinafter referred as 'the listed entity'), having its Registered Office at B-13 DSIDC COMPLEX FUNCTIONAL INDUSTRIAL ESTATE INDLAREA PATPARGANJ NEW DELHI DL 110092. 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:

I, Atiuttam Prasad Singh, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to me and explanation provided by M/s **ACE INTEGRATED SOLUTIONS 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 31st March 2023 ("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 (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 (Buyback of Securities) Regulations, 2018 - **Not Applicable during the year under review.**

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(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not Applicable during the year under review**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable during the year under review**

(g) 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.**

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

(i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

(i) other regulations as applicable and circulars/ guidelines issued thereunder;

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

Sr. No.	Particulars	Compliance (Yes/No/ NA)	Status	Observations/ Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable	Yes		-
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entitiesAll the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes Yes		- -

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3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">• The Listed entity is maintaining a functional website• Timely dissemination of the documents/information under a separate section on the website• 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	Yes Yes Yes	- - -
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none">a) Identification of material subsidiary companiesb) Disclosure requirement of material as well as other subsidiaries	NA NA	- -
6.	Preservation of Documents: 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.	Yes	-

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7.	Performance Evaluation: 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.	Yes	-
8.	Related Party Transactions: a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or 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.	Yes Yes	- -
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	-
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	-



11.	Actions taken by SEBI or Stock Exchange(s), if any: 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 except as provided under separate paragraph herein (*).	No	-
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	No	-



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 (Yes/No/ NA)	Status	Observations/ Remarks by PCS
1.	<p>Compliances with the following conditions while appointing/re-appointing an auditor</p> <p>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</p> <p>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</p> <p>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.</p>	NA NA NA		No resignation of Statutory Auditor was made during the year under review. New Statutory Auditor was appointed in the AGM for next five years on the completion of tenure of existing statutory Auditor.

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2.	Other conditions relating to resignation of statutory auditor I. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee: 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. b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to	NA	No resignation of Statutory Auditor was made during the year under review.
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	<p>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>II. Disclaimer in case of non-receipt of information:</p> <p>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</p>		
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	required by the auditor.		
3.	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	No resignation of Statutory Auditor was made during the year under review.

(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 (Advisory/Clarification/Fine/Show Cause Notice/ Warning etc.)	Details of Violation	Fine Amount	PCS Remarks	Management Remarks	Remarks
NIL										

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

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Company Secretaries

Sr. No.	Compliance Requirement (Regulations/circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken By	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/Warning etc.)	Details of Violation	Fine Amount	PCS Remarks	Management Remarks	Remarks
1.	Company is required to appoint a qualified company secretary as the compliance officer.	Regulation 6(1) of SEBI (LODR) Regulations, 2015	Failed to retain the Compliance Officer during the period 18th February 2022 to 15th March 2022.	-	-	Failed to retain the Compliance Officer during the period 18th February 2022 to 15th March 2022.	-	-	Due to pandemic our office was closed, the company was unable to search & appoint a suitable person as a company secretary and compliance officer.	-

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Atiuttam Singh & Associates
Company Secretaries

2.	Delayed intimation of increase in capital by allotment of bonus shares	Sub-para 4 of Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015	Delayed intimation of increase in capital by allotment of bonus shares	-	-	Delayed intimation of increase in capital by allotment of bonus shares	-	-	In spite of this pandemic, Company has timely intimated the NSE regarding increase in capital by allotment of bonus shares through capitalization.	-
3.	Financial Results along with Auditors Report required to be filed within a specified period.	Regulation 33 of SEBI (LODR) Regulations, 2015	Delayed submission of financial results for the period ended March 31, 2021 to NSE	NSE	Fine	Delayed submission of financial results for the period ended March 31, 2021 to NSE	11,800/-	-	Due to system error, there is a delay in submission of financial results to NSE	-

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4.	Company is required to appoint a qualified company secretary as the compliance officer	Regulation 6(1) of SEBI (LODR) Regulations, 2015	Company has failed to retain the Compliance Officer during the period 4th June 2021 to 29th June 2021	-	-	Company has failed to retain the Compliance Officer during the period 4th June 2021 to 29th June 2021	-	-	Due to pandemic our office was closed, the company was unable to appoint a company secretary and compliance officer.	-
5.	Promoter's shareholding and voting rights as on 31 st March required to be filed within 7 working days from the end of financial year.	Regulation 30(2) of SEBI (SAST) Regulations, 2011	Promoter's shareholding and voting rights as on 31 st March 2021 fled to NSE dated 16th April 2021	-	-	Promoter's shareholding and voting rights as on 31 st March 2021 fled to NSE dated 16th April 2021	-	-	Due to ongoing pandemic, the company had disclosed to NSE promoter's aggregate shareholding and voting rights.	-

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.

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Company Secretaries

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 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 Atiuttam Singh & Associates
Company Secretaries

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Atiuttam Prasad Singh
Proprietor
Membership No.:F8719
CP No.:13333
PR No.: S2014DE270600

UDIN: F008719E000407491

Date: 29.05.2023
Place: New Delhi

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