



NCC

NCCL/Sec-Com/2021-22

Date : May 19, 2022

National Stock Exchange of India Ltd

Exchange Plaza, C-1, Block G

Bandra – Kurla Complex, Bandra (E)

MUMBAI - 400 051.

Symbol: NCC

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

MUMBAI – 400 001.

Code : 500294

Dear Sir(s),

Sub: Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2022

In Compliance with SEBI Circular No.CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed copy of Annual Secretarial Compliance Report dated May 11, 2022 for the Financial Year 2021-22 issued by BS & Company, Company Secretaries LLP.

We would request you to please take note of the same.

Thanking you,

Yours sincerely,
For NCC Limited

19-05-2022
M V Srinivasa Murthy
Company Secretary & EVP (L)
Encl : As above



NCC Limited

(Formerly Nagarjuna Construction Company Limited)

CIN: L72200TG1990PLC011146

NCC House, Madhapur, Hyderabad 500 081 T +91 40 2326 8888 F +91 40 2312 5555 ncclimited.com

To,
The Board of Directors,
NCC Limited,
NCC House
Madhapur
Hyderabad-500081
NSE CODE:NCC
BSE CODE:500294

Sub: Annual Secretarial Compliance Report for the Financial Year 2021-22

Dear Sir,


We have been engaged by NCC Limited (hereinafter referred to as the "Company") bearing CIN: L72200TG1990PLC011146 whose equity shares are listed on National Stock Exchange of India and BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.


It is responsibility of the management of the company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulation 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 provisions of all applicable SEBI Regulations and Circulars / Guidelines issued from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered and necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

For BS & Company Company Secretaries LLP


D Soumya
Designated Partner
FCS No.: 11754
C.P. No: 13199
UDIN: A029312D000305676



Date: 11/05/2022
Place: Hyderabad

Registered Office :

5-9-22-71A, Ground Floor, MCH No. 250, Near Birla Temple, Adarsh Nagar Colony, Hyderabad - 500 063.
Ph : 040 - 2323 2327, Email : bs.companysecretaries@yahoo.com

LLP Identification Number : AAE-0638

Secretarial compliance report of NCC Limited
for the year ended 31st March, 2022

We BS & Company Company Secretaries LLP, Practising Company Secretaries, have examined:

- (a) All the documents and records made available to us and explanation provided by NCC 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, 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 (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; - **NA**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **NA**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **NA**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - **NA**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;



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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.

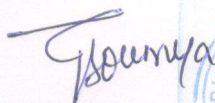
(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

(c) No action was 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.

However, a Show Cause Notice dated 20th July 2021 from SEBI was issued to the listed entity regarding alleged non-disclosure of certain information pursuant Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. After examination of the reply and representation made by the listed entity, the Adjudicating Officer vide Order/MC/VS/2022-23/16258 dated 2nd May 2022 has dropped further proceedings in the matter.

(d) No observation was made in the previous reports, hence the listed entity was not required to take any action.

For BS & Company Company Secretaries LLP



D Soumya
Designated Partner

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C.P. No: 13199

UDIN: A029312D000305676



Date: 11/05/2022

Place: Hyderabad