



**Rafeeulla Shariff** BBM, MBA, FCS  
Practicing Company Secretary

No. 41, Patalamma Temple Street  
Basavanagudi, Near South End Circle  
Bangalore - 560 004, Karnataka, India  
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### **ANNUAL SECRETARIAL COMPLIANCE REPORT**

Secretarial Compliance Report of **M/s. Ascend Telecom Infrastructure Private Limited** for the financial year ended 31<sup>st</sup> March 2025

To,

**Ascend Telecom Infrastructure Private Limited**

Unit No 10, New Municipal No- 9-1-87 & 119 / 1 / 4F / Unit No.10,  
4th Floor, Eden Amsri Square, St Jhons Road,  
Secunderabad- 500003, Telangana, India.

I have examined:

- (a) all the documents and records made available to us and explanation provided by **Ascend Telecom Infrastructure Private Limited ("the debt 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 Report.

for the financial 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 SEBI;

The specific Regulations, (including amendments, modifications from time to time) whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (LODR) Regulations, 2015; and amendments from time to time.
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and amendments from time to time. (Not applicable to the company during the review period)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not applicable to the company during the review period)
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the review period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the company during the review period)
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;





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(h) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

and circulars/ guidelines issued thereunder:

Based on the above examination, I hereby report that, during the Review Period:

(a) Ascend Telecom Infrastructure Private Limited, the debt 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	Details of Violation	Fine amount (In INR) (Including GST)	Observation/Remarks of the practising Company Secretary (PCS)	Management Response	Remarks
1	Regulation 50(2) Delay in furnishing intimation about meeting of shareholders or holders of non-convertible securities.	Regulation 50(2) of SEBI LODR Regulations, 2015	The Company has delayed furnishing intimation about meeting of shareholders	BSE	Notice received from SEBI dated October 30, 2024, imposing penalty of Rs. 5,900/- (Rs. 5,000 + 18% GST)	The Company has delayed intimating the SEBI regarding meeting of shareholders within the due date i.e. within a day from the circulating the Notice for Annual General Meeting for the financial year 2023-24 held on 28.06.2024.	5,900/-	The Company has delayed intimating the SEBI regarding meeting of shareholders within the due date i.e. within a day from the circulating the Notice for Annual General Meeting for the financial year 2023-24 held on 28.06.2024. The same was furnished on 28.06.2024.	The entity will ensure compliance with all the regulations within the stipulated time in future.	-
2	Regulation 53(2) non-submission of annual report within the period prescribed under this regulation.	Regulation 53(2) of SEBI LODR Regulations, 2015	The Company has delayed in furnishing of annual report within the period prescribed under the regulation.	BSE	Notice received from SEBI dated October 30, 2024, imposing penalty of Rs. 66,080/- (Rs. 56,000/- (2000*28) + 18% GST)	The Company has delayed in submission of annual report within the period prescribed under this regulation.	66,080/-	The Company has delayed in submission of annual report within the due date with BSE Limited i.e. within 60 days from the closure of financial year. However, the Company submitted the annual report on 28/06/2024 to BSE Limited.	The entity will ensure compliance with all the regulations within the stipulated time in future.	-

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports	Observations made in the Secretarial Compliance report for the year ended 31 <sup>st</sup> March 2025	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / Deviations and actions taken /penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity	Remarks
NOT APPLICABLE							





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**Note:**

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.
  2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.
- (c) I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No	Particulars	Compliance Status (Yes/ No/NA)	Observations/ Remarks by PCS*
1.	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	Nil
2.	<b>Adoption and timely updation of the Policies:</b> <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 have been reviewed &amp; updated on time, as per the regulations/ circulars/guidelines issued by SEBI.</li></ul>	Yes	Nil
3.	<b>Maintenance and disclosures on Website:</b> <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 redirects to the relevant document(s)/section of the website.</li></ul>	Yes	Nil
4.	<b>Disqualification of Director(s):</b> None of the director(s) of the listed entity is/ are disqualified under Section	Yes	Nil







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	164 of Companies Act, 2013 as confirmed by the listed entity.		
5.	<b>Details related to subsidiaries of listed entities have been examined w.r.t.:</b> (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	NA	The listed entity has a subsidiary; however, it does not meet the threshold specified under Regulation 24 of the SEBI (LODR) Regulations to be classified as a material subsidiary (i.e., its income or net worth does not exceed 20% of the consolidated figures.) Therefore, the entity does not have any material subsidiary
6.	<b>Preservation of Documents:</b> 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	Nil
7.	<b>Performance Evaluation:</b> 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	Nil
8.	<b>Related party transactions:</b> (a) The Listed Entity has obtained prior approval of Audit committee for all Related party transaction. (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	Yes	Nil



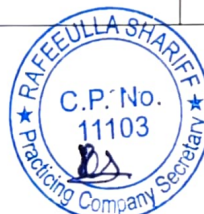


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9.	<b>Disclosure of events or information:</b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> 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 (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	As confirmed by the management no action was taken against listed / its directors / its subsidiaries and promoters except mentioned in the para (a) observation table	On 30th October 2024, SEBI issued a demand notice inter alia to Ascend Telecom Infrastructure Private Limited imposing a penalty of 5,000/ for delay in intimating the SEBI regarding meeting of shareholders and INR 56,000/- for non-submission of Annual reports under SEBI Regulations.
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	There was no resignation of statutory auditors from the Company or its material subsidiary.
13.	<b>No additional non-compliances observed:</b> No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	Yes	-





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I further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

**Not Applicable**

**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.
2. My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. 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.
5. It is the responsibility of the Company's management to maintain records and establish appropriate systems for ensuring compliance with applicable SEBI Regulations, circulars, and guidelines issued from time to time and to ensure the adequacy and operational effectiveness of such systems.
6. The audit was conducted in accordance with the Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India (ICSI), involving such examinations and verifications as deemed necessary and adequate for the purpose.

Signature: 

Name of the PCS: Rafeeulla Shariff

FCS No.: F9367

CP No.: 11103

Peer Review No.: 3190/2023

UDIN: F009367G000498031



**Place:** Bangalore

**Date:** 29<sup>th</sup> May 2025