

**Intellect/SEC/2024-25**

**May 10, 2024**

1. **National Stock Exchange of India Limited,**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E), Mumbai – 400 051.
2. **BSE Limited,**  
1<sup>st</sup> Floor, New Trade Ring, Rotunda Building, PJ Towers,  
Dalal Street, Fort, Mumbai – 400 001.

**Scrip Symbol :**  
INTELLECT

**Scrip Code :**  
538835

Dear Sir/Madam,

Sub: **Submission of Annual Secretarial Compliance Report for the FY 2023-2024**

Please find attached Secretarial Compliance Report for the financial year ended March 31, 2024 issued by M/s. B Ravi & Associates, Practising Company Secretaries as envisaged under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Kindly take the above information on record and confirm compliance.

Yours truly,  
for **Intellect Design Arena Limited**



**V V Naresh**  
**Company Secretary and Compliance Officer**



Encl: As above

**Intellect Design Arena Limited**

Registered Office: 244 Anna Salai, Chennai - 600 006, India | Ph: +91-44-6615 5100 | Fax: +91-44-6615 5123  
Corporate Headquarters: SIPCOT IT Park Siruseri, Chennai - 600 130, India | Ph: +91-44-6700 8000 | Fax: +91-44-6700 8874  
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**SECRETARIAL COMPLIANCE REPORT  
OF  
INTELLECT DESIGN ARENA LIMITED  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2024**

The Board of Directors of  
INTELLECT DESIGN ARENA LIMITED  
CIN: L72900TN2011PLC080183  
No.244 ANNA SALAI  
CHENNAI-600006

Dear Sirs,

We have examined:

- a) all the documents and records made available to us and explanation provided by  
**INTELLECT DESIGN ARENA 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 Report,

for the financial year ended **31<sup>st</sup> March 2024** 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; (not applicable to the company during the period  
under review)



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- 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 to the company during the period under review)
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (not applicable to the company during the period under review)
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (PIT Regulations)
- h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- i) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009
- j) Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012

and circulars/ guidelines issued there under;

And based on the above examination, we hereby report that, during the Review Period, the listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, as specified in the Annexure.

We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

S no	Particulars	Compliance status (Yes/ No/ Not applicable)	Observations / Remarks by PCS
1.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	YES	NIL
2.	<u>Adoption and timely updation of the Policies:</u> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	YES	NIL



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	<ul style="list-style-type: none"> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI</li> </ul>		
3.	<u>Maintenance and disclosures on Website:</u> <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	NIL
4.	<u>Disqualification of Director(s):</u> None of the Director(s) of the listed entity is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	NIL
5.	<u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> (a) Identification of material subsidiary companies (b) Disclosure Requirement of material as well as other subsidiaries	YES	NIL
6.	<u>Preservation of Documents:</u> 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.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees <del>at the start of every financial year</del> / during the financial year as prescribed in SEBI Regulations	YES	NIL
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (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.	<u>Disclosure of events or information:</u> 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 there under.	YES	NIL
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	NIL
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> 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	YES	NIL
12.	<u>Resignation of Statutory Auditors from the listed entity or its material subsidiaries:</u> 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.	Not Applicable	There was no instance of resignation of Statutory Auditor of the Company during the review period.
13.	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	YES	NIL

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**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. Our responsibility is to report 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 account of the listed entity.
4. This report is solely for the intended purpose of the 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: Chennai  
Date: 04.04.2024

Signature: *B. Ravi*  
Name of Company Secretary in practice: CS Dr. B Ravi  
FCS No.: 1810 CP No.: 3318  
**MANAGING PARTNER**  
**B RAVI & ASSOCIATES**  
Firm Registration Number: P2016TN052400  
Peer Review Certificate Number: 930/2020  
**UDIN: F001810F000021940**



**INTELLECT DESIGN ARENA LIMITED**

**ANNEXURE**

(A) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of the 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	Observations/ Remarks of the Practicing Company Secretary(PCS)	Management response	Remarks
NIL										

(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	Observations made in the Secretarial Compliance Report for the year ended 31.03.2023	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	Comment of the PCS on the action taken by the Listed entity
1.	There was a delay in intimation to the stock exchange	Intimation to the Stock exchange under Regulation 30 was made beyond twenty four hours of occurrence of event or information.	The listed entity shall first disclose to stock exchange(s) of all events, as specified in Part A of Schedule III, or information as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information: Provided that in case the disclosure is made after twenty four hours of	The grant of employee stock options was intimated to the Stock beyond 24 hours in couple of cases.	Does not arise	Does not arise



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**INTELLECT DESIGN ARENA LIMITED**

			occurrence of the event or information, the listed entity shall, along with such disclosures provide explanation for delay.		
2.	<p>It is observed from compliance report on SDD issued by Ms Padma Malini, PCS, for the quarter ended 31.12.2022 the following observations were noted:</p> <p>1. Not all events that were in the nature of UPSI were captured.</p> <p>2. The company has not maintained the data/ events in a sequence.</p> <p>3. Not all individuals details involved in the UPSI events were captured in the system.</p>	<p>1. Not all events that were in the nature of UPSI were captured.</p> <p>2. the company has not maintained the data/ events in a sequence.</p> <p>3. Not all individuals details involved in the UPSI events were captured in the system.</p>	<p>The board of directors or head(s) of the organization of every person required to handle unpublished price sensitive information shall ensure that a structured digital database is maintained containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.</p>	<p>1. Not all events that were in the nature of UPSI were captured.</p> <p>2. the company has not maintained the data/ events in a sequence.</p> <p>3. Not all individuals details involved in the UPSI events were captured in the system.</p>	<p>The Company has subsequently complied with the requirements.</p>



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