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BBOX/SD/SE/2022/75

June 28, 2022

To,

Corporate Relationship Department
Bombay Stock Exchange Limited
P.J. Tower, Dalal Street,
Fort, Mumbai 400001

Sub: Submission of Annual Secretarial Compliance Report

Ref: BSE Script Code: 500463 NSE Symbol: AGCNET

Dear Sir/Madam,

Pursuant to directions issued by SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, as amended from time to time, we hereby submit the Annual Secretarial Compliance Report issued by Dr. S. K. Jain, Practising Company Secretary on May 24, 2022 in respect of the Company for the Financial Year 2021-22.

This is for your information, records and necessary dissemination

Yours Faithfully,

Thanking You,

For **Black Box Limited**
(Formerly Known as AGC Networks Limited)

Aditya Goswami
Company Secretary & Compliance Officer
Encl.: A/a.

BLACK BOX LIMITED (Formerly AGC Networks Limited)

Registered Office: 501, 5th Floor, Building No. 9, Airoli Knowledge Park, MIDC Industrial Area, Airoli, Navi Mumbai 400 708, India

BLACKBOX.COM | CIN: L32200MH1986PLC040652 | Tel: +91 22 6661 7272

**SECRETARIAL COMPLIANCE REPORT OF BLACK BOX LIMITED (FORMERLY
KNOWN AS AGC NETWORKS LIMITED) FOR THE YEAR ENDED
MARCH 31, 2022**

I, Shubhkaran Jain, Practicing Company Secretary, have examined:

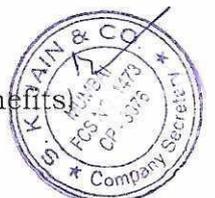
- (a) all the documents and records made available to us and explanation provided by **BLACK BOX LIMITED** (FORMERLY KNOWN AS AGC NETWORKS LIMITED) (hereinafter referred to as "the Listed Entity"),
- (b) the filings/submissions made by the listed entity to the Stock Exchanges,
- (c) website of the Listed Entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Certification,

For the year ended March 31, 2022 ("Review Period") in respect of compliance with the provisions of:

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder;and
- ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under 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 as the Listed Entity has not bought back/propose to Buy-back any of its securities during the Financial Year under review)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations,2014;



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008;**(Not applicable as the Listed Entity has not listed its Debt securities)**
- (g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares)Regulations,2013;**(The Listed Entity has not issued any Non- Convertible and Redeemable Preference Shares during the financial year under review)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015;

and circulars/ guidelines issuedthereunder;

and based on the above examination, **I hereby Report that, during the Review Period:**

1. 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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 33(3)(d) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	The Company was required to submit Annual Audited Financial Statements for the year ended 31st March, 2021 within 60 days from the end of the Financial year.	The Company has, however submitted the Annual Audited Standalone Financial Statements for the year ended 31st March, 2021 on 3rd August, 2021
2.	Regulation 29(2) and 29(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	The Company was required to give prior intimation to the Stock Exchanges for the Board Meetings held on 31st July, 2021 and 14th August, 2021 atleast five days/ Eleven working days in	The Company has, however submitted the prior intimation on 28 th July, 2021 and 13 th August, 2021 for the Board Meetings held on 31 st July, 2021 and 14 th August, 2021 respectively.



		advance (excluding the date of the intimation and date of meeting).	
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2. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
3. The following are the details of actions 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:

SrNo.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	BSE and NSE	Non-Submission of the Financial results within the period prescribed under Regulation 33(3)(d) of SEBI (LODR) Regulations, 2015	Fine of Rs.5000/- per day computed till 1st August, 2021 including GST paid to BSE and NSE	The Company has submitted the Annual Audited Standalone Financial Statements for the year ended 31st March, 2021 on 3rd August, 2021
2.	BSE and NSE	Delay in furnishing prior intimation about the Board Meetings under Regulation 29(2) and Regulation 29(3) of SEBI (LODR) Regulations, 2015	Fine of Rs. 10,000/- per instance of Non-Compliance per item i.e. Rs. 30,000/- each (excluding GST) paid to BSE and NSE.	The Company has furnished the prior intimation on 28 th July, 2021 and 13 th August, 2021 for the Board Meetings held on 31 st July, 2021 and 14 th August, 2021 respectively.



4. The listed entity has taken the following actions to comply with the observations made in previous reports:

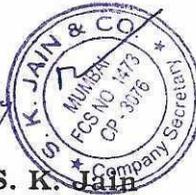
Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31st March, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NA				

Place: Mumbai

Date: 24-05-2022

UDIN: F001473D000375308

For S.K.JAIN & Co.

CS. Dr. S. K. Jain
Practicing Company Secretary
Membership No.1473
COP No. 3076