



May 4, 2021

**Scrip Code – 533122
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001**

**RTNPOWER
National Stock Exchange of India Limited
“Exchange Plaza”, Bandra Kurla Complex
Bandra (East)
Mumbai 400 051**

Subject: Annual Secretarial Compliance Report RattanIndia Power Limited (the “Company”), for the year ended March 31, 2021.

Dear Sirs,

In compliance with the requirements of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Clause 3(b) of SEBI Circular No. CIR/CFD/CMD/27/2019 dated February 8, 2019, we enclose hereto the Annual Secretarial Compliance Report of the Company, for the year ended March 31, 2021, issued by Messer’s S. Khandelwal & Co., Practicing Company Secretaries dated May 3, 2021.

You are requested to take the above Information on record.

Thanking you,

For **RattanIndia Power Limited**

**Lalit Narayan Mathpati
Company Secretary**

RattanIndia Power Limited

CIN: L40102DL2007PLC169082

Registered Address: A-49, Ground Floor, Road No. 4, Mahipalpur, New Delhi - 110037

Website: www.rattanindia.com; **Email ID:** powersectt@rattanindia.com; **Phone:** 011 46611666; **Fax:** 011 46611777



Secretarial compliance report of RattanIndia Power Limited for the year ended March 31, 2021

We, S. Khandelwal & Co, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by RattanIndia Power 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 March 31, 2021 ("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 (Share Based Employee Benefits) Regulations, 2014;



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

and circulars/ guidelines issued thereunder;

and based on the above examination, I/We hereby report that, during the Review Period:

(a) The listed entity had 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	Non-Compliance of Regulation 17 (1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 which specifies that; Every top 1000 Listed Companies shall have an Independent Woman Director on its Boards by April 1, 2020.	There was a minor non-compliance of 120 days, being : (i) 91 days of the quarter April 1, 2020 to June 30, 2020 and (ii) 29 days of the subsequent quarter, in the appointment of Independent Woman Director by the Company in terms of the Regulation 17(1)(a) of SEBI (LODR) Regulation, 2015	The non-compliance was made good with the appointment of Ms. Neha Poonia as an Independent Woman Director on the Board of the Company w.e.f. July 30, 2020.

(b) 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/our examination of those records.

(c) 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:

Sr. No.	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	National Stock Exchange	Non Compliance of Regulation 17	NSE vide its letter no. NSE/LIST-SOP/CG/FINES/101661 dated	The Company made request to NSE for waiver of



	of India Limited (NSE)	(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015	August 20, 2020 imposed the fine of INR 5,36,900 inclusive of taxes, for the non-compliance of said regulation for the quarter ending on June 30, 2020 on the Company.	fine giving backgrounds for the delay in appointing the Independent women director. However, the request of the Company was not accepted by NSE and the fine imposed was paid to the Exchange
		Non - Compliance of Regulation 17 (1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015	NSE vide its letter no. NSE/LIST-SOP/COMB/FINES/0810 dated November 17, 2020 imposed the fine of INR 1,71,100 inclusive of taxes, for the non-compliance of said regulation for the quarter ending on September 30, 2020 on the Company.	The Company made request to NSE for waiver of fine giving backgrounds for the delay in appointing the Independent women director. However, the request of the Company was not accepted by NSE and the fine imposed was paid to the Exchange
2	BSE Limited (BSE)	Non - Compliance of Regulation 17 (1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015	BSE vide its email/notice dated August 20, 2020 imposed the fine of INR 5,36,900 inclusive of taxes, for the non-compliance of said regulation for the quarter ending on June 30, 2020 on the Company.	The Company against the said email/notice, has requested waiver of fine giving suitable justification / background for the waiver. The request of the Company is under consideration by BSE.
			BSE vide its email dated November 17, 2020 imposed the fine of INR 1,71,100 inclusive of taxes, for the non-	The Company made request to BSE for waiver of fine giving



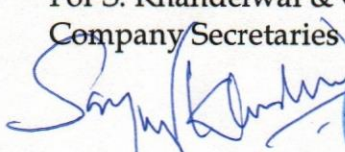

			compliance of said regulation for the quarter ending on September 30, 2020 on the Company.	backgrounds for the delay in appointing the Independent women director. However, the request of the Company was not accepted by BSE and the fine imposed was paid to the Exchange
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(d) 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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

For S. Khandelwal & Co.

Company Secretaries

(Sanjay Khandelwal)

FCS No.: 5945

CP No. 6128

UDIN : F005945C000228365

Place: New Delhi

Date: 03.05.2021