



Royal India Corporation Ltd.

May 09, 2022

To,
Dept of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower, Dalal Street,
Fort, Mumbai 400001.

BSE Scrip Code: 512047

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

Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 ("said Circular")
read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

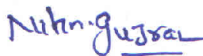
Dear Sir/Madam,

With reference to above captioned subject, we would like to submit herewith Annual Secretarial Compliance Report for the financial year ended 31st March, 2022 issued by M/s. Mayank Arora & Co., Practicing Company Secretaries, Mumbai.

Kindly take the above on record.

Thanking you.

Yours faithfully,
For Royal India Corporation Limited


Nitin Gujral
Managing Director



MAYANK ARORA & Co.

COMPANY SECRETARIES

Secretarial Compliance Report of Royal India Corporation Limited for the Financial Year ended March 31, 2022

I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **Royal India Corporation 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, 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 - **not applicable to the Company during the period under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- **not applicable to the Company during the period under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **not applicable to the Company during the period under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013- **not applicable to the Company during the period under review;**

- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- and circulars/ guidelines issued thereunder;

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

- (a) The listed entity has generally 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.	Closure of Trading Window as per SEBI (Prohibition of Insider Trading) Regulations, 2015	Delay in intimation of closure of Trading window during quarter ended September 30, 2021.	The intimation for closure trading window for the quarter ended September 30, 2021 was delayed and submitted to the Stock Exchange on October 06, 2021

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued there under in so far as it appears from my/our examination of those records.
- (c) Action 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 : NIL
- (d) The reporting of actions by the listed entity to comply with the observations made in previous reports -

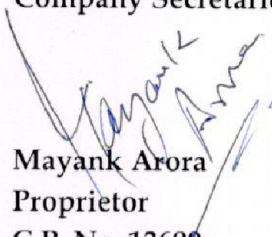
Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2022	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity



1.	Composition of Board of Directors- Regulation 17(1) of SEBI (LODR) Regulations, 2015- The Independent Directors were related to each other	The Composition of Directors in the reporting financial year is as per the requirement so there is no observation made in the report.	The Company resigned one of the Directors and appointed another Independent Director within the required time limit.	The Company has complied with the said Compliance in the reporting Financial year.
2.	Delay in submission of Reconciliation of Share Capital Audit- Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	No Observations made as the Company has made timely disclosures to the Exchange.	The Company has made timely disclosures to the Exchange during the current reporting period.	The Company has complied with the said Compliance in the reporting Financial year.
3.	Delay in filing of Annual Reports in XBRL Mode- Circular no. LIST/COMP/40/2018-19	Since the Company submitted the required file, there are no observations made in this regard.	The Company was careful and submitted the XBRL file during the current reporting period.	The Company submitted the required XBRL file during the reporting financial year.

Date: 06/05/2022
Place: Mumbai

For Mayank Arora & Co.
Company Secretaries


Mayank Arora
Proprietor
C.P. No. 13609

UDIN:F010378D000281649
P/R No. 679/2020

