



ARSS INFRASTRUCTURE PROJECTS LTD.

Date: 17th June 2021

Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers 1st Floor, Rotunda Building, Dalal Street, Mumbai- 400 001 <u>BSE Scrip Code - 533163</u>	National Stock Exchange of India Limited, Exchange Plaza, Plot No-C1, G Block Bandra Kurla Complex, Bandra (E), Mumbai-400 051 <u>NSE Symbol: ARSSINFRA</u>
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Sub – Annual Secretarial Compliance Report for the year ended 31st March, 2021

Dear Sir/Madam,

We enclosed in terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 , the Annual Secretarial Compliance Report of ARSS Infrastructure Projects Limited dated June 11, 2021, for the year ended March 31, 2021, certified by Mr. Jyotirmoy Mishra of Sunita Mohanty & Associates, Practising Company Secretaries.

This is for your information & records.

Thanking You
Yours faithfully,

For ARSS Infrastructure Projects Limited

(Prakash Chhajjer)
Company Secretary &
Compliance Officer
FCS-8473



Encl: As above

CIN : L14103OR2000PLC006230

Regd. Office : Sector A, Zone D, Plot #38, Mancheswar Industrial Estate, Bhubaneswar 751010, Odisha

Tel : 91 674 2602763 / 2588552 / 2588554, Fax : +91 674 2585074, E-mail: response@arssgroup.in, Website : www.arssgroup.in

Corp. Office : ARSS Mall, Community Centre, Plot No. 40, Block-A, Paschim Vihar, Opposit to Jwalaheri Market, New Delhi-110063 (India)

Tel.: +91 1125252024, Fax : +91 1125252012, E-mail : delhi@arssgroup.in

SUNITA MOHANTY & ASSOCIATES
COMPANY SECRETARIES

Plot-84, Central Bank of India Building, Rasulgarh, Bhubaneswar- 751010, Ph : 0674-6668666 (O)
9861060158, 9437255625, Email :secretarial@sunitamohantyandassociates, cssunita@gmail.com

Secretarial compliance report of ARSS Infrastructure Projects Limited for the year ended 31/03/2021.

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015]

I/We have examined:

- (a) all the documents and records made available to us and explanation provided by **ARSS Infrastructure Projects 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 31/03/2021 (“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; (not applicable during the period under review)
- (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 during the period under review)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (not applicable during the period under review)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable during the period under review)

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(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (not applicable during the period under review)

(h) 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 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) : To submit the Annual Financial Statements with Stock Exchanges within 60 days of end of Financial Year which was extended upto 31.07.2020 by SEBI due to Pandemic COVID 19.	The Audited Annual Financial Statements were approved in Board Meeting dated 27.08.2020 after a gap of 25 days.	Because of COVID 19, the State of Odisha was also declared lockdown from 17 th July, 2020 to 31 st July, 2020 for which the Audit could not be completed in time. The violations were beyond the control of management seeing the severity of situation for COVID 19 pandemic.

(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	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)	Filing of Audited Annual Financial Statements for FY ending 31.03.2020 after a gap of 25 days.	Fines were imposed by both BSE and NSE.	Fine of Rs. 125000 plus GST was imposed by the NSE and the same has been deposited by the company on 21.11.2020

