

June 23, 2021

BSE Limited Corporate Relationship Department 1 st Floor, P.J. Towers, Dalal Street Mumbai 400 001	National Stock Exchange of India Limited Listing Department-Corporate Services Exchange Plaza, 5 th Floor, Plot No. C/1 Bandra Kurla Complex Bandra East, Mumbai 400051
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Code No. 530367/ NRBBEARING

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2021.

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular CIR/CFD/CMD1/27/2019, dated February 8, 2019, we enclose herewith the Annual Secretarial Compliance Report issued by Mr. Upendra Shukla, Practising Company Secretary, for the year ended March 31, 2021.

We request you to take the above on record.

Thanking You,

Sincerely,
For **NRB Bearings Limited**



Shrutika Joshi
Company Secretary

UPENDRA SHUKLA

B. Com., F C. S

Company Secretary

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057
Resi : 2611 8257
Mob.: 98211 25846
E-mail : ucshukla@rediffmail.com

To,

Date: 2nd June, 2021

The Board of Directors
NRB Bearings Limited
Dhanur, Sir P.M. Road, Fort
Mumbai-400 001

Dear Sir,

Annual Secretarial Compliance Report for the Financial Year 2020-21

I have been engaged by NRB Bearings Limited (hereinafter referred to as 'the Company') bearing CIN: **L29130MH1965PLC013251**, whose Equity Shares are listed on the BSE Ltd (Security Code **530367**) and National Stock Exchange of India Ltd (Symbol: **NRBBEARING**) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report thereon. **For the purpose of issuing this Report, I have conducted online verification & examination of records, as facilitated by the Company, due to Covid 19 and subsequent lockdown**

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all the applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

My responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued thereunder from time to time and issue a report thereon.

My audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involves such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

Thanking you,

Yours faithfully,

UPENDRA
CHANDRASHANK
AR SHUKLA
(UPENDRA C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP No: 1654

Digitally signed by UPENDRA CHANDRASHANKAR SHUKLA
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SECRETARIAL COMPLIANCE REPORT
OF
NRB BEARINGS LIMITED
FOR THE YEAR ENDED 31.03.2021

I have examined:

- (a) All the documents and records made available to me and explanation provided by NRB Bearings 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 31st March, 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 since there was no reportable event during the year 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 since there was no reportable event during the year under review]**;

UPENDRA
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ASHANKA
R SHUKLA

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CHANDRASHANKAR SHUKLA
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Date: 2021.06.02 10:57:44 +05'30'

(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 31/03/2020 (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1)	Regulation 50(1) of SEBI (LODR) Regulations, 2015 – prior intimation to Stock Exchanges about payment of interest on NCDs	--	Company has complied with the Reg. 50(1) of SEBI (LODR) Regulations, 2015 during this audit period	--
2)	Regulation 60 of SEBI (LODR) Regulations, 2015 – fixing Record Date and intimating the same to Stock Exchanges	--	Company has complied with the Reg. 60 of SEBI (LODR) Regulations, 2015 during this audit period	--

UDIN: F002727C000409320
Place: MUMBAI
Date: 02/06/2021

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Date: 2021.06.02 16:53:52 +0530'

(UPENDRA C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP No: 1654