



**RR Financial  
Consultants Limited**

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21, Barakhamba Road, New Delhi-110001  
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+91-11-23354802  
CIN No. : L74899DL1986PLC023530  
Email Id : pamdr@rrfcl.com  
Website : www.rfinance.com  
: www.rrfcl.com

**May 29, 2019**

The Secretary  
Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001  
Maharashtra, India.

**Ref: Scrip Code 511626**

**Sub: Submission of Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 for the year ended 31<sup>st</sup> March, 2019**

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, please find enclosed herewith Annual Secretarial Compliance Report issued by Sudhir Arya & Associates, Company Secretaries for the year ended 31<sup>st</sup> March, 2019.

This is for your information and record.

Thanking You,  
Yours Faithfully,

**For R R Financial Consultants Limited**

**Farha Naaz  
Company Secretary  
M.no. 36952**

**Secretarial compliance report of R R FINANCIAL CONSULTANTS LIMITED for the year ended 31<sup>st</sup> March, 2019**

We Sudhir Arya & Associates have examined:

- a) all the documents and records made available to us and explanation provided by R R Financial Consultants Limited,
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity ([www.rrfinance.com](http://www.rrfinance.com)),
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31<sup>st</sup> March 2019 ("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;
- 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;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



and circulars/ guidelines issued thereunder; & based on the above examination, 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:

S. No.	Compliance, Requirement (Regulations/Circulars/Guidelines Including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	N.A.		

(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:

S. 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.
	N.A.			



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

S. No.	Observations of the Practicing Company Secretary in the previous reports	Observations Made in the secretarial compliance report for the year Ended 31 <sup>st</sup> March 2019	Actions taken by the listed entity, if any	Comments of the practicing Company Secretary on the actions taken by the listed entity
	N.A.			

For SUDHIR ARYA & ASSOCIATES  
(Company Secretaries)

Place: Delhi  
Date:29/05/2019



CS. SUDHIR ARYA  
CP No:- 8391  
M. No:- FCS 7764