



May 6, 2022

To,
The General Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

To,
Asst. Vice President,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G, Bandra
Kurla Complex, Bandra (E), Mumbai,
Maharashtra 400051

Strip code : 516082
NSE symbol : NRAIL

Sub: **Annual Secretarial Compliance Report for the year ended 31/03/2022**

In terms of Regulation 24(A) of SEBI LODR, we are submitting the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2022, issued by Parikh & Associates, Practicing Company Secretaries and the Secretarial Auditors of the Company.

Thanking you,

Yours faithfully,

For **N R AGARWAL INDUSTRIES LIMITED,**
POOJA HITESH
DAFTARY

Digitally signed by POOJA HITESH DAFTARY
DN: cn=POOJA HITESH DAFTARY, c=IN,
st=MAHARASHTRA, o=Personal,
serialNumber=9535de22d1986cfa15e1c0dd53b
0b855c7ad10cedd09cdd7c380a8657ce1c49
Date: 2022.05.06 15:42:31 +05'30'

Pooja Daftary
Company Secretary & Compliance Officer

Encl.: As stated above



Secretarial Compliance Report of N R Agarwal Industries Limited for the year ended 31st March, 2022

To,
N R Agarwal Industries Limited
502-A/501-B, Fortune Terraces,
5th Floor, Opp. City Mall,
New Link Road, Andheri (West),
Mumbai - 400053

We Parikh & Associates have examined:

- a) all the documents and records made available to us and explanation provided by N R Agarwal Industries 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) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;(Not applicable to the company during the review period)
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;(Not applicable to the company during the review period)
- e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the company during the review period)

- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review period)
- g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013; and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review period)
- h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, 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
NIL			

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from 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.
NIL				

- 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 Parikh & Associates

Signature:

SHALINI
MOHAN
BHAT

Digitally signed by SHALINI MOHAN BHAT
DN: c=IN, ou=Personal, postalCode=411001,
st=Maharashtra,
2.5.4.20=fac011671551004610bbbc51130
0e36e2c761e07f6148583e4b04f21e,
pseudoym=CF3EAE3921F73F806DF61D19
F3430D053DFE381,
serialNumber=21BA97B2A337FA1D978E03
D98629AD295014E36D5ED3E79C9E21602
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Date: 2022.05.06 14:51:22 +05'30'

Place: Mumbai

Date: May 06, 2022

Name of the Practicing Company Secretary: Shalini Bhat
FCS No.: 6484 C P No.: 6994
UDIN: F006484D000279207
PR No.: 1129/2021