



ROLLATAINERS
EMERGING EVERYDAY

ROLLATAINERS LIMITED

Registered Office: Plot No. 73-74, Phase-III, Industrial Area, Dharuhera, District Rewari, Haryana-123106
Tel. : 01274-243326, 242220 E-mail: www.rollatainers.in
CIN: L21014HR1968PLC004844

Ref: RTL/BSE/NSE/2019-20

May 30, 2019

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| <p>The Manager Listing Department BSE Limited, Phiroze Jee Jee Bhoj Towers, Dalal Street, Mumbai – 400001</p> <p>BSE SECURITY CODE: 502448</p> | <p>The Secretary The National Stock Exchange of India Limited, “Exchange Plaza”, 5th Floor, Plot No. C/1, G-Block, Bandra – Kurla Complex, Bandra (E), Mumbai-400051</p> <p>NSE TRADING SYMBOL: ROLLT</p> |
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Subject: Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2019.

Dear Sir,

Please find enclosed herewith the **Secretarial Compliance Report** pursuant to **Regulation 24A** of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended **31st March, 2019.**

You are requested to take note of the same and oblige.

Thanking You,

Yours Faithfully

For **Rollatainers Limited**


Pankaj Mahendru *
(Company Secretary)



S. Khurana & Associates

Company Secretaries

Email: sachinkhuranacs@gmail.com

(M): 9540407575, 9999512628

SECRETARIAL COMPLIANCE REPORT OF ROLLATAINERS LIMITED For the year ended 31st March, 2019.

To,
The Board of Director
Rollatainers Limited ("Listed Entity")
L21014HR1968PLC004844
Plot No. 73-74, Phase- III, Industrial area,
Dharuhera, District- Rewari - 123106 Haryana

I Sachin Khurana, Practicing Company Secretary of M/s S Khurana and Associates have examined:

- All the documents and records made available to us and explanation provided by **ROLLATAINERS LIMITED** ("the listed entity"),
- The filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- Any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2019 ("Review Period") in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Company has not issued any security during the reporting period.**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as the Company has not bought back any of its securities during the financial year under review.**



- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as the Company has not granted any options to its employees during the financial year under review**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable**
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

I 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:-

| <i>Sr. No</i> | <i>Compliance Requirement (Regulations/Circulars/guideline including specific clause)</i> | <i>Deviations</i> | <i>Observations/ Remarks of the Practicing Company Secretary</i> |
|---------------|--|---------------------------|---|
| 1. | <i>Regulation 33(3)(a)-Financial Result for Quarter ended 30th June, 2018</i> | <i>Delayed Submission</i> | <i>The Un-audited financial result were submitted on August 18, 2018 with a delay of 4 (Four) days.</i> |
| 2. | <i>Regulation 33(3)(a)-Financial Result for Quarter ended 30th September, 2018</i> | <i>Delayed Submission</i> | <i>The Un-audited financial result were submitted on November 22, 2018 with a delay of 8 (Eight) days.</i> |
| 3. | <i>Regulation 33(3)(a)-Financial Result for Quarter ended 31st December, 2018</i> | <i>Delayed Submission</i> | <i>The Un-audited financial results were submitted on February 26, 2019 with a delay of 12 (twelve) days.</i> |
| 4. | <i>Regulation 31(1)(b)-Shareholding Pattern for Quarter ended 31st December, 2018</i> | <i>Delayed Submission</i> | <i>The Shareholding Pattern was submitted on February 22, 2019 with a delay of 16 (Sixteen) days.</i> |
| 5. | <i>Regulation 31(1)(b)-Shareholding Pattern for Quarter ended 31st March, 2019</i> | <i>Delayed Submission</i> | <i>The Shareholding Pattern was submitted on May 11, 2019 with a delay of 20 (Twenty) days.</i> |



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| 6. | <i>Regulation 55-Reconciliation of Share Capital Audit for Quarter ended 31st March, 2019</i> | <i>Delayed Submission</i> | <i>Reconciliation Share Capital Audit was submitted on May 14, 2019 with a delay of 14 (Fourteen) days.</i> |
| 7. | <i>Regulation 13-Investor Complaint for Quarter ended 31st March, 2019</i> | <i>Not Submitted</i> | - |
| 8. | <i>Regulation 7(3)-Compliance Certificate certifying maintaining physical & electronic transfer facility</i> | <i>Not Submitted</i> | - |
| 9. | <i>Regulation 40(9)-Certificate from Practicing Company Secretary</i> | <i>Not Submitted</i> | - |
| 10. | <i>Regulation 18(1) – Constitution of Qualified and Independent Audit Committee</i> | <i>Committee was not constituted and fine was imposed</i> | - |
| 11. | <i>Regulation 19(1) – Constitution of Nomination and Remuneration Committee</i> | <i>Committee was not constituted and fine was imposed</i> | - |
| 12. | <i>Regulation 14-Fees and Other Charges to be paid to the Stock Exchange for the Financial Year 2018-19</i> | <i>Annual Listing Fees (ALF) was not paid in time.</i> | <i>Annual Listing Fee for the Financial Year 2018-19 for BSE and NSE is pending for payment</i> |

(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 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:


| <i>Sr. No.</i> | <i>Action taken by</i> | <i>Details of violation</i> | <i>Details of action taken E.g. fines, warning letter, debarment, etc.</i> | <i>Observations! Remarks of the Practicing Company Secretary, if any.</i> |
|----------------|-----------------------------|--|--|---|
| 1. | <i>Stock Exchange (BSE)</i> | <i>Reg. 14-Fees and Other Charges to be paid to the Stock Exchange for the F.Y 2018-19</i> | <i>Financial Penalty was imposed by Stock Exchange</i> | <i>Payment of Penalty amount is pending for both BSE and NSE</i> |




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|----|-----------------------|---|--|---|
| 2. | <i>Stock Exchange</i> | <i>Noncompliance of Regulation 33, Regulation 31 of SEBI (LODR) Regulation, 2015.</i> | <i>Financial Penalty was imposed by Stock Exchange</i> | <i>Penalty for the Quarter ended 31.12.2018 and 31.03.2019 is pending for payment</i> |
| 3. | <i>SEBI</i> | <i>Noncompliance of Regulation 18(1) and 19(1) of SEBI (LODR) Regulation, 2015.</i> | <i>Financial Penalty was imposed</i> | <i>Penalty for the Quarter ended 31.12.2018 and 31.03.2019 is pending for payment</i> |

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable, since this report is being issued for the first time and accordingly no action was required to be taken by the Company.**

**For S. Khurana & Associates
Company Secretaries & Associates**


Sachin Khurana
Practicing Company Secretary
CP No.:13212
Membership No.: F10098



**Date: 28/05/2019
Place: New Delhi**