



Ramky Infrastructure Ltd.
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CIN: L74210TG1994PLC017356

Hyderabad,
30.05.2019

To

The General Manager Listing Department Bombay Stock Exchange Limited P.J. Towers, Dalal Street, Mumbai-400 001 Fax No: 022-22722037/39/41/61	The Vice President Listing Department National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai -400 051 Fax No: 022- 26598237/38
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Through upload Listing Center/NEAPS

Sub: Annual Secretarial Compliance Report for the year 2018-19

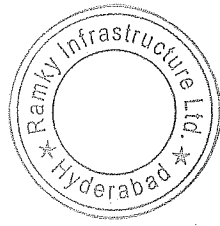
As per Regulation 24A of SEBI (LODR) Regulations, 2018 read with SEBI Circular dated February 08, 2019, please find enclosed Report on Annual secretarial Compliances for the Financial Year ended 2018-19.

Kindly take the above information on records.

Thanking you

For RAMKY INFRASTRUCTURE LIMITED

**Y.R NAGARAJA
MANAGING DIRECTOR
DIN: 00009810**



Encl: As above

Towards sustainable growth

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N.V.S.S.SURYANARAYANA RAO
B.Com, A.C.S.

Mobile : 7013153312

COMPANY SECRETARY IN PRACTICE

**SECRETARIAL COMPLIANCE REPORT OF
RAMKY INFRASTRUCTURE LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2019**

I Venkata Satya Sesa Suryanarayana Rao Nedunuri have examined:

- (a) all the documents and records made available to us and explanation provided by Ramky Infrastructure 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,

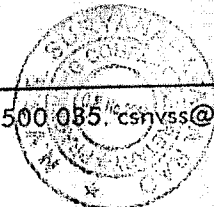
for the year ended 31st March, 2019 ("Review Period") in respect of compliance with the provisions of :

- (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; *(not attracted during the year under review)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(not attracted during the year under review)*

Office : Plot No.232B, Road No.6, Samathapuri Colony, New Nagole, Hyderabad - 500 085. csnvss@gmail.com



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- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(not attracted during the year under review)*
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; *(not attracted during the year under review)*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
- (j) and circulars/ guidelines issued thereunder;

and based on the above examination, 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 matter specified below:-

S. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	The Directors of the company have dealt with the shares during the closure of trading window.	Following transactions were made by directors during the closure of trading window from (24 th May, 2018 to 02 nd June 2018) 1. Mr. Y R Nagaraj, Managing director of the company has created a pledge on 25 th May, 2018 Mr. A Ayodhya Rami Reddy has created a pledge on shares on 25 th May, 2018

- (b) The listed entity has maintained proper records under the provisions of the above



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COMPANY SECRETARY IN PRACTICE

Regulations and circulars/ guidelines issued thereunder in so far 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:

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.
I	Nil	Nil	Nil	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... (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
Nil	Nil	Nil	Nil	Nil

Signature: _____

N.V.S.S.SURYANARAYANA RAO

ACS Number: 5868

Certificate of Practice Number: 2886

Place: Hyderabad

Date: 30th May, 2019

