

SURYA ROSHNI LIMITED

CIN -L31501HR1973PLC007543

2nd Floor, Padma Tower-1, Rajendra Place, New Delhi-110 008

Ph.: +91-11-25810093-96, 47108000 Fax: +91-11-25789560

E-mail : cs@surya.in Website : www.surya.co.in

SRL /21-22/26

May 27, 2021

The Secretary
The Stock Exchange, Mumbai
New Trading Ring, 14th Floor,
Rotunda Building, P.J.Towers,
Dalal Street, Fort,
MUMBAI - 400 001
Scrip Code: 500336

The Manager (Listing Department)
The National stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
NSE Symbol: SURYAROSNI

SUB: COMPLIANCE UNDER REGULATION 24(A) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir,

In terms of Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose Secretarial Compliance Report dated 17th May, 2021 duly issued by SGS Associates, Practising Company Secretaries, for the financial year ended 31st March, 2021.

Kindly take the same in your records.

Thanking you,

for SURYA ROSHNI LIMITED

B. B. SINGAL
SR. V.P. & COMPANY SECRETARY

Enclosed: as above

• **Regd. Office:** Prakash Nagar, Sankhol, Bahadurgarh, Haryana -124507, Ph.: 01276-241540-41



SGS ASSOCIATES

Company Secretaries, First Floor, 14, Rani Jhansi Road, New Delhi – 110055

**Annual Secretarial compliance report of Surya Roshni Limited
(CIN-L31501HR1973PLC007543) for the year ended 31st
March, 2021**

I DAMODAR PRASAD GUPTA FCS of SGS ASSOCIATES, Company secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Surya Roshni 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 during the review period.**
- (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 during the review period.**
- (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; - **Not Applicable during the review period.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued there under;

and based on the above examination, I/We hereby report that, during the Review Period:



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- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under,
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under 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 hereunder:

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.
1	NSE	Non / delayed Compliance of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in regard to delayed appointment of Woman Independent Director for 154 days from 1 st April, 2020 to 1 st September, 2020	Fine Imposed Rs. 7,70,000 + GST	The fine imposed by NSE is uncalled for and unjustified considered the fact that for the same non-compliance BSE had approved the Company's waiver application and had not imposed any fine on the Company. The Company may seek to take requisite remedy under SEBI laws against NSE for reversing their order. However, being a compliance oriented company, the amount of fine imposed had already been deposited to the NSE under protest by the Company.

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **No observations was reported in the Secretarial Compliance report for the year ended 31st March, 2020 issued by us to the Company on 25th June, 2020, accordingly no action was required to be taken by the Company.**

For SGS ASSOCIATES
 Firm Regn. No. S2002DE058200
 Company Secretaries

DAMODAR
 PRASAD
 GUPTA

Digitally signed by DAMODAR PRASAD GUPTA
 DN: cn=DAMODAR PRASAD GUPTA, o=SGS ASSOCIATES, ou=Company Secretaries, email=DAMODAR.PRASAD@SGS.AS, c=IN
 Date: 2021.05.17 21:13:22 +05'30'

CS D.P. Gupta
 M N FCS 2411
 C P No. 1509
 ICSI UDIN No. **F002411C000337790**
 ICSI PR No. 1194/2021
 Date: 17th May 2021
 Place: New Delhi