



SAMEER KISHORE BHATNAGAR

COMPANY SECRETARY

Annexure-A

ANNUAL SECRETARIAL COMPLIANCE REPORT
of
M/S RATHI STEEL AND POWER LIMITED
for the financial year ended 31.03.2021

I, Sameer Kishore Bhatnagar, Practicing Company Secretary have examined that:

- (1) All the documents and records made available to us and explanation provided by M/s Rathi Steel and Power Limited (“the listed entity”),
- (2) The filings/submissions made by the listed entity to the stock exchanges,
- (3) Website of the listed entity,
- (4) Any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31.03.2021 in respect of compliance with the provisions of:

- (i) The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued there under; and
- (ii) 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 for the financial year ended 31.03.2021 has 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 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 there under, 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
1	Certificate from the RTA under Regulation 7(3)	Delay in filing for Half Year ended September 2020	Delay in filing for Half Year ended September 2020
2	Investor Complaints under Regulation 13(3)	Delay in filing for Quarter ended March 2020	Delay in filing for Quarter ended March 2020
3	Corporate Governance Report under Regulation 27(2)	Delay in filing for Quarter ended March 2020 and June 2020	Delay in filing for Quarter ended March 2020 and June 2020
4	Shareholding Pattern under Regulation 31	Delay in filing for Quarter ended March 2020, June 2020 and September 2020	Delay in filing for Quarter ended March 2020, June 2020 and September 2020
5	Audited/Unaudited Financials under Regulation 33	Delay in filing for Quarter/Half Year/Year ended March 2020 and June 2020	Delay in filing for Quarter/Half Year/Year ended March 2020 and June 2020

- (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 there under:

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.	BSE	Notice of Delisting due to Non-Payment of Penalties and Annual Listing Fees	Notice of Delisting due to Non-Payment of Penalties and Annual Listing Fees	The management has already filed their response to these notices and will be clearing the penalties and fees dues at the earliest.
2.	BSE	Notice of Freezing of Promoters Holding due to Non-Payment of Penalties and Annual Listing Fees	Notice of Freezing of Promoters Holding due to Non-Payment of Penalties and Annual Listing Fees	The management has already filed their response to these notices.

(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
Not Applicable				



Sameer Kishore Bhatnagar
Practicing Company Secretary
M. No. 30997
CoP No. 13115

Place: Delhi
Date: 25.05.2021
UDIN: A030997C000368070