



RAMA STEEL TUBES LTD.

Manufacturers & Exporters : ERW Steel Tubes (Black & Galvanised)

CIN : L27201DL1974PLC007114 | AN ISO 9001 : 2015 CO.

Regd. Office : B-5, 3rd Floor, Main Road, Ghazipur, New Delhi (India) - 110096

+ (91)-(11)-43446600

info@ramasteel.com

www.ramasteel.com

Date: May 30, 2022

To

The Manager – Listing National Stock Exchange of India Ltd Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai – 400 051 Symbol: RAMASTEEL	The Secretary Corporate Relationship Dept. BSE Limited P.J. Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 539309
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Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2022

Dear Sir/Madam,

Please find attached herewith the Secretarial Compliance Report of the Company under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 issued by the Secretarial Auditor of the Company for the year ended March 31, 2022, pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Rama Steel Tubes Limited**

Kapil Datta
Company Secretary & Compliance Officer
Email: investors@ramasteel.com



Encl.: As above.



Arun Kumar Gupta & Associates

COMPANY SECRETARIES

SECRETARIAL COMPLIANCE REPORT OF "RAMA STEEL TUBES LIMITED" FOR THE YEAR ENDED MARCH 31, 2022

We, **M/s Arun Kumar Gupta & Associates**, Practicing Company Secretary having Membership No. 5551 and Certificate of Practice Number 5086, having office at 1005, Roots Tower, Plot No.7, District Centre, Laxmi Nagar, Delhi 110092 have examined:

- all the documents and records made available to us and explanation provided by Rama Steel Tubes 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 March 31st, 2022 ("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; **Not applicable, as the company has not issued any capital during the Review Period.**
- 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, as the company has not bought back any securities during the Review Period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable, as the company has not issued any Shares during the Review Period.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable, as the company has not issued any Debt Securities during the Review Period.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable, as the company has not issued & redeemed any Preference Shares during the Review Period.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Issue And Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable**

And circulars/ guidelines issued thereunder;

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 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
N.A.			

- 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.
1.	SEBI	As Per SEBI Order Dated 17 th September, 2021. The Promoter Group of the Company along with Persons Acting in Concern (PACs) acquired more than 5% (i.e. 6.41%) shares and Voting rights in the Company without making a public announcement of an open offer as required under regulation 3(2) of Takeover Regulations.	As Per SEBI Order Dated 17 th September, 2021, Promoters alongwith the PACs was ordered to make a public announcement to acquire shares of the Company. Further, the Promoters alongwith the PACs was required to Pay simple interest at the rate of 10% per annum as per SEBI Order Dated 17 th September, 2021.	Pursuant to mentioned Order, Mr. Naresh Kumar Bansal, Promoter of the Company made Public Announcement for Open Offer on behalf of Promoter/Promoter Group and Person Acting in Concert to the shareholders of the company on 29 th October, 2021. On 1 st February, 2022, a copy of the Post Open Offer Report in terms of Regulation 27(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 was submitted by Mark Corporate Advisors Private Limited (Manager to Offer) with the SEBI. Promoters/Promoter Group/PACs duly complied SEBI's Order.



- 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 31.03.2021 (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
N. A.				

For **ARUN KUMAR GUPTA & ASSOCIATES**
COMPANY SECRETARIES



(ARUN KUMAR GUPTA)
FCS: 5551, CP: 5086
UDIN: F005551D000423749



Place: Delhi
Date: May 30, 2022