

April 25, 2020

Scrip Code- 533122 BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai-400 001 RTNPOWER

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G-Block,

Bandra Kurla Complex, Bandra (E),

Mumbai-400051

Sub: Annual Secretarial Compliance Report for the Year Ended 31st March, 2020.

Dear Sir,

In terms of the Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclousure Requirements) Regulations, 2015, read with Clause 3 (b) of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we enclose hereto the Annual Secretarial Compliance Report of RattanIndia Power Limited (the 'Company') for the year ended March 31, 2020, issued by Messers S. Khandelwal & Co., Practicing Company Secretaries.

You are requested to take the information on your records.

Thanking you, Yours Faithfully

For RattanIndia Power Limited

LALIT
NARAYAN
MATHPATI

Lalit Narayan Mathpati Company Secretary

Encl : as above

S. KHANDELWAL & CO. Company Secretaries



E-7/12, LGF
Malviya Nagar
New Delhi-110017
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011-4155 2938, 4155 2940
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Secretarial compliance report of RattanIndia Power Limited for the year ended March 31, 2020

We, S. Khandelwal & Co, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by RattanIndia Power 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 March 31, 2020 ("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 (Share Based Employee Benefits) Regulations, 2014;



- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 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					
Not Applicable								

- (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/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 by	taken	Details of violation	of	action taken E.g. fines,		Observation remarks of Practicing	-
					warning letter, debarment, etc.			if
							any.	
			Not Applicabl	le				



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations		Observations			Actions taken			Comments of		
	of	the	made	in	the	by	the	listed	the	Practi	cing
	Practicing		secretarial		entity, if any		Company				
	Company		compliance					Secretary on			
	Secretary	in	report	for	the				the	act	ions
	the previ	ious	year er	ided.	•••				takeı	n by	the
	reports		(The y	ears	are				listed	d entity	y
	-		to		be					-	
			mentio	ned)							
			Not A ₁	pplica	able	•			•		
			•								

For S. Khandelwal & Co. Company Secretaries

(Sanjay Khandelwal)

Proprietor

(Sanjay Khandelwal)

FCS No.: 5945 CP No. 6128

UDIN: F005945B000178579

Place: New Delhi Date: 25.04.2020