



## ARSS INFRASTRUCTURE PROJECTS LTD.

17 July 2020

Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers 1st Floor, Rotunda Building, Dalal Street, Mumbai- 400 001  <b><u>BSE Scrip Code - 533163</u></b>	National Stock Exchange of India Limited, Exchange Plaza, Plot No-C1, G Block Bandra Kurla Complex, Bandra (E), Mumbai-400 051  <b><u>NSE Symbol: ARSSINFRA</u></b>
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### Sub – Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2020


Dear Sir/Madam,

We enclosed in terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 , the Annual Secretarial Compliance Report of ARSS Infrastructure Projects Limited dated July 9, 2020, for the year ended March 31, 2020, certified by Mr. Jyotirmoy Mishra of Sunita Mohanty & Associates, Practising Company Secretaries.

This is for your information & records.

Thanking You  
Yours faithfully,

For ARSS Infrastructure Projects Limited

  
(Prakash Chhajer)  
Company Secretary &  
Compliance Officer  
FCS-8473



Encl: As above

# SUNITA MOHANTY & ASSOCIATES

## COMPANY SECRETARIES

Plot-84, Central Bank of India Building, Rasulgarh, Bhubaneswar- 751010, Ph : 0674-6668666 (O)  
9861060158, 9437255625, Email :secretarial@sunitamohantyandassociates, cssunita@gmail.com

**Secretarial compliance report of ARSS Infrastructure Projects Limited for the year ended 31/03/2020.**

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015]

I/We have examined:

- all the documents and records made available to us and explanation provided by ARSS Infrastructure Projects 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 31/03/2020 ("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;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- 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 circulars/ guidelines issued thereunder;

and based on the above examination, I/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
1		None	

After the resignation of Company Secretary w.e.f 30.03.2019, the new Company Secretary was appointed w.e.f 28.05.2019 with a gap of 57 days, which is in compliance of the provisions of Section 203 of the Companies Act, 2013. During the period Mr. Rajesh Agarwal, Managing Director of the Company has been appointed and acted as Compliance officer of the company as per the requirement of SEBI (LODR), Regulation.

(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 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.
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**SUNITA MOHANTY & ASSOCIATES**  
**COMPANY SECRETARIES**

(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	----	----	----

(Note:

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations. **Not Applicable**
2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations. **Not Applicable**

For **Sunita Mohanty & Associates**

*Jyotirmoy Mishra*

**Jyotirmoy Mishra, FCS**

Signature: **CP-6022, PARTNER**  
 Name of the PCS : Jyotirmoy Mishra

FCS No.: 6556

C P No.: 6022

Place: Bhubaneswar

Date: 09/07/2020

UDIN : F006556B000430309