

# RASHMI SAXENA

B.Com, LLB, F.C.S

## SECRETARIAL COMPLIANCE REPORT OF MODI RUBBER LIMITED FOR THE YEAR ENDED MARCH 31, 2020

To

**MODI RUBBER LIMITED  
MODI NAGAR UTTAR PRADESH  
Ghaziabad UP 201204**

We Rashmi Saxena & Associates have examined:

(a) all the documents and records made available to us and explanation provided by MODI RUBBER 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 (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;

**RASHMI SAXENA & ASSOCIATES**  
COMPANY SECRETARIES



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(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;

(i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018, 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	Submission to the stock exchange Annual Secretarial Compliance Report under Regulation 24A read with circular No CIR/CFD/CMD1/27/2019 dated February 8, 2019 within 60 days from the end of financial year.	Annual Secretarial Compliance Report for the F.Y. ended 31 <sup>st</sup> March, 2019 under Regulation 24A read with circular No CIR/CFD/CMD1/27/2019 dated February 8, 2019 has been submitted to Stock Exchanges with a delay of 143 days.	Annual Secretarial Compliance Report for the F.Y. ended 31 <sup>st</sup> March, 2019 under Regulation 24A read with circular No CIR/CFD/CMD1/27/2019 dated February 8, 2019 has been submitted with a delay of 143 days. The listed entity should have submitted to the stock exchanges the abovementioned Report within 60 days from the end of financial year
2	To ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board	Hundred percent of shareholding of promoter(s) and promoter group is not in dematerialized form	violation of Regulation 31(2) of LODR Regulations

(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.
NIL				

(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Shareholding pattern under regulation 31(1) of LODR for the quarter ended 31st March, 2018 has been submitted to Stock Exchanges with a delay of 20 Days	2018-19	The listed entity is being cautious in reporting of such instances to stock exchanges within prescribed time.	The actions taken by the listed entity are satisfactory
2	Statement of Investor Complaints under regulation 13(1) for the Quarter ended 30th September, 2018 has been submitted to Stock Exchanges with a delay of 9 days	2018-19	The listed entity is being cautious in reporting of such instances to stock exchanges within prescribed time.	The actions taken by the listed entity are satisfactory



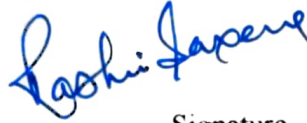
3	Hundred percent of shareholding of promoter(s) and promoter group is not in dematerialized form	2018-19	Violation continues	Not Satisfactory
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**Place: New Delhi**

**Date: 30.07.2020**

**UDIN NO. : F006416B000530346**

**FOR RASHMI SAXENA & ASSOCIATES  
COMPANY SECRETARIES**



Signature



**Name of the Practicing Company Secretary: Rashmi Saxena**

**FCS No.:6416**

**C P No.:6938**