



**orbit exports ltd.**

122, MISTRY BHAWAN, 2ND FLOOR, NEAR K C COLLEGE, DINSHA WACHHA ROAD, CHURCHGATE,  
MUMBAI – 400 020. (MAH.) INDIA. TEL : 91 22 66256262 • FAX NO. 22822031 • WEBSITE www.orbitexports.com  
CIN : L40300MH1983PLC030872

Date: May 28, 2022

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (East),  
Mumbai - 400051

Corporate Services Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai - 400001

**Symbol: ORBTEXP**

**Security Code: 512626**

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022**

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (as amended from time to time) read with circular no. CIR/CFD/CMD1/27/2019, please find enclosed herewith Annual Secretarial Compliance Report issued by M/s. S.K. Jain & Co., Practicing Company Secretaries for the year ended March 31, 2022.

Kindly take the same on record.

**For Orbit Exports Limited**



**Ankit Kumar Jain**  
**Company Secretary & Compliance Officer**

Encl: A/a.

**SECRETARIAL COMPLIANCE REPORT OF ORBIT EXPORT LIMITED FOR THE  
YEAR ENDED MARCH 31, 2022**

I, Shubhkaran Jain, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by **ORBIT EXPORTS LIMITED** (hereinafter referred to as "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, 2022 ("Review Period") 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 thereunder; and
- ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under 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; **(Not applicable as the Company has not made any further issue of Shares)**
- (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; **(Not applicable as the Listed Entity has not bought back/propose to Buy-back any of its securities during the Financial Year under review)**



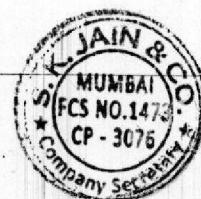
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations,2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable as the Listed Entity has not listed its Debt securities)**
- (g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares)Regulations,2013;**(The Listed Entity has not issued any Non- Convertible and Redeemable Preference Shares during the financial year under review)**
- (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 hereby report that, during the Review Period:**

1. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-


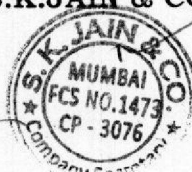
Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	<b>Regulation 19 of SEBI (LODR) Regulations, 2015</b>	From January 01, 2022 to till February 04, 2022 the NRC was comprised of ½ of the Independent Directors as against requirement of 2/3 <sup>rd</sup> of Independent Directors w.e.f. January 01, 2022.	On February 05, 2022 Company reconstituted NRC as per the requirement of Regulation 19 of SEBI (LODR) 2015.



2. 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 examination of those records.
3. There was no action 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;
4. 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 March 31, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Non-appointment of Independent Woman Director as per Regulation 17(1) of SEBI (LODR) Regulations, 2015.	There was a delay in appointment of Independent Woman Director by the Company. The Company has appointed the Woman Independent Director on June 22, 2020.	The Company has appointed Woman Independent Director on June 22, 2020.	Complied.

FOR S.K.JAIN & CO.

PLACE: MUMBAI  
DATE: 20-05-2022  
UDIN: F001473D000358313

Dr. S. K. Jain  
Practicing Company Secretary  
FCS No.:1473  
COP No.: 3076