



**Secretarial compliance report of Rungta Irrigation Limited for the year ended
31st March, 2021.**

We, Ajit Mishra & Associates, Practicing Company Secretaries, have examined:

- a) all the documents and records made available to us and explanation provided by **M/s. Rungta Irrigation 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 31st March, 2021 ("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; -Not applicable to the company during the year.
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; -Not applicable to the company during the year.
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; -Not applicable to the company during the year.
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; -Not applicable to the company during the year.
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participant) Regulation 2018

and circulars/ guidelines issued thereunder;

- j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; 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
1	SEBI Circular no. SEBI/Cir/ISD/1/2010 dated September 2, 2010 read with Circular no. SEBI/Cir/ISD/2/2010 dated October 26, 2010, SEBI Circular no. SEBI/Cir/ISD/1/2012 dated March 30, 2012 and SEBI Circular No. CIR/CFD/CMD/13/2015 dated November 30, 2015, all the listed companies that have not achieved the mandated public/ promoter holding in Demat, the trading in securities of such companies will be traded and settled on Trade-for-trade basis i.e. "T" group.	Promoters not achieved to comply 100% Demat of their shares	As per BSE public notice dated 15th May, 2019 due to non-achieve of promoters' shareholding in Demat mode, script of the Rungta Irrigation Limited be treated and settle on trade to Trade basis. Company be advised to Demat promoters' shareholding at earliest.
2	Under Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, the listed entity shall maintain a functional website containing the basic information about the listed entity and shall disseminate the prescribed/specified information under a separate section on its website.	Website of listed entity has not been updated.	The listed entity is advised to update all the information or changes in content(s) of its website regularly.

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 my

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	Nil	Nil	Nil

D. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the the Practicing Company Secretary in the previous reports (2020)	Observations made in the secretarial compliance report for the year ended 2019.	Actions taken by the listed entity, if any	Comments Practicing Company Secretary on the actions taken by the listed entity
1.	As per BSE public notice dated 15th May, 2019 due to non-achieve of promoters' shareholding in Demat mode, script of the Rungta Irrigation Limited be treated and settle on trade to Trade basis. Company be advised to Demat promoters' shareholding at earliest as per Regulation 31 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	NA	The listed entity is in the process of dematerialize of promoter and promoter group shareholding. Some securities have been dematerialized and some are taking time due to transmission cases.	The listed entity is advised to dematerialize the promoter and promoter group shareholding and resolve all the related issues as soon as possible.

2.	Under SEBI (Prohibition of Insider Trading) Regulations, 2015, in some cases, disclosure not filed by the Company with Stock Exchange as per regulations 7 (2) (b). Company be advised to take necessary steps to comply.	NA	The listed entity has made disclosure as on date.	The listed entity has made disclosure as on date.
----	---	----	---	---

FOR AJIT MISHRA & ASSOCIATES

Place: Delhi

Date: 28.06.2021

(AJIT KUMAR MISHRA)

COMPANY SECRETARY

FCS: 9703

CP No.-20737

UDIN: F009703C000525680