

Pursuant to regulation 24 A of SEBI (LODR) Regulations, 2015, read with SEBI Circular no. CIR/CFD/CMD 1/27/2019 Dt. 8th February, 2019

Secretarial compliance report of Rungta Irrigation Limited for the year ended 31st March, 2025.

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

- All the documents and records made available to us and explanation provided by **M/s. Rungta Irrigation Limited** ("the listed entity"- hereinafter called "The company") having its registered office at 101 Pragati Towers Rajindra Place, New Delhi-110008,
- the filings/submissions made by the listed entity to the stock exchange,
- 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 31st March, 2025 ("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; -Not applicable to the company during the year.
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; - Not applicable to the company during the year.
- Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; -Not applicable to the company during the year.
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participant) Regulation 2018 and circulars/guidelines issued thereunder;
- 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:

- The Company has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- The Company has taken the following actions to comply with the observations made in previous reports: Annexure A
- Pursuant to the BSE Circular no. 20230316- 14 dated March 16, 2023 read with BSE Circular no. 20230410-41 dated April 10, 2023, we further affirm to the following:

S. No	Particulars	Compliance Status (Yes/No/NA)	Observation/Remarks PCSs
1.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards(SS) issued by the Institute of Company Secretaries India(ICS)	YES	NIL
2.	<u>Adoption and timely updation of the Policies:</u> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	YES	NIL
3.	<u>Maintenance and disclosures on Website:</u> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website	YES	NIL
4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	YES	NIL
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	The Company has no material subsidiary
6.	<u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	YES	NIL
7.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	YES	NIL
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	YES	The Company has delayed filling half yearly RPT information to stock exchange, against which stock exchange imposed penalty of INR 5,900.



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9.	<u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder	YES	NIL
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	NIL
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the listed entity/ its promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder	YES	Stock Exchange has imposed penalty for violation of Regulation 23 of SEBI (LODR) Regulation, 2015.
12.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	YES	NIL

Date: 07/05/2025
Place: Delhi

FOR AJIT MISHRA & ASSOCIATES

(Ajit Kumar Mishra)
Company Secretary
Unique Code:-I2018DE1841600
FCS: 9703
CP No.-20737
Peer Review:-2255/2022
UDIN: - F009703G000267301



Annexure A

S. No.	Compliance Requirements/circulars/guidelines including Specific clause)	Regulation/Circular No	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	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.	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/13/20 dated 15th November 30, 2015	Promoters not Achieved to comply 100% Demat of their shares	Company Asked promoters to dematerialize its Shares	NIL	Promoters not achieved comply 100% Demat of their shares	As specified under regulation	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	Management has assured to initiate the procedure to achieve complete compliance with the 100% promoter holding in dematerialize d form at earliest.	The company is advised to dematerialize the promoters' shareholding as soon as possible. The company was notified about this matter in the last report but 100% promoter holding in dematerialize d form is pending.
2.	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.	As per regulation 46 of SEBI LODR	Website of listed entity has been updated	Company Complied the provision during year under review	NIL	NIL	NIL	NIL	NIL	NIL

