

RPL/BSE/  
May 30, 2019

BSE Ltd  
Corporate Relationship Department,  
Rotunda Building, 1st Floor,  
New Trading Ring,  
Dalal Street,  
**MUMBAI – 400 001**

Dear Sirs,

Sub.: **Annual Secretarial Compliance Report**  
Ref.: **Scrip No. 517500**

Please find enclosed herewith the Annual Secretarial Compliance Report dated 30.05.2019 issued by M/s. Dayal & Maur, Company Secretaries, New Delhi for the financial year ended 31st March, 2019 pursuant to the provisions of Regulation 24A of the SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

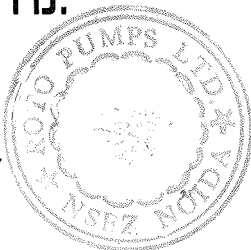
This is for your information and records please.

Thanking you,

Yours faithfully,

For **ROTO PUMPS LTD.**

  
**ASHWANI K. VERMA**  
**COMPANY SECRETARY**



Encl: A/a

**ROTO PUMPS LTD.**

**Regd. Off. & Global Headquarters:** 13, Roto House, Noida Special Economic Zone, Noida-201305, Uttar Pradesh, India

**T:** +91 120 2567902-5 **F:** +91 120 2567911 **✉:** [contact@rotopumps.com](mailto:contact@rotopumps.com)

**CIN - L28991UP1975PLC004152** **🌐:** [www.rotopumps.com](http://www.rotopumps.com)

**Secretarial compliance report of Roto Pumps Limited for the year ended 31<sup>st</sup> March 2019**

We Dayal and Maur, Company Secretaries in Practice have examined:

- (a) all the documents and records made available to us and explanation provided by Roto Pumps 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 on March 31<sup>st</sup> 2019 (“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;
- (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) SEBI DP Regulations, 2018 as applicable and circulars/ guidelines issued thereunder;

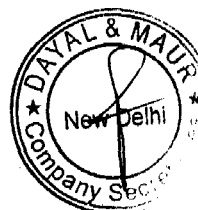
and based on the above examination, We hereby report that, during the Review Period:

- (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	Deviations	Observations
1.	Regulation 39(3) of SEBI (Listing / Obligation and Disclosure requirement)- regulation 2015.	The Company received share certificate lost information on 31st October, 2018 from the shareholder but the company failed to submit the information regarding loss of share certificates and issue of the duplicate certificates within prescribed time i.e. within two days from getting information	Company represents that it duly intimated the Stock Exchange i.e. BSE with in the prescribed time but due to technical snag on BSE website, the information related to filing is not available under the head Company's corporate announcement.

- (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 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:

S. No	Action taken by	Detail of violations	Details of action taken	Observations



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

S. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity

Place: New Delhi

Date: 30.05.2019



Barinder Singh Maur

FCS No.: 6544

C P No.: 7041