

RPL/CORP/SE  
May 30, 2022

The Listing Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001  
Scrip Code: 517500

The Listing Department  
The National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051  
Symbol: ROTO

Dear Sirs,

**Sub.: Annual Secretarial Compliance Report**

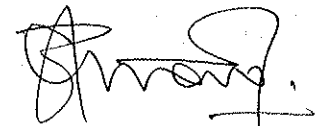
Please find enclosed herewith the Annual Secretarial Compliance Report issued by M/s. Dayal & Maur, Company Secretaries, New Delhi for the financial year ended March 31, 2022 pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records please.

Thanking You,

Yours faithfully,

For **ROTO PUMPS LTD.**



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



**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)



**Dayal & Maur**  
**Company Secretaries**  
2/6- A, LGF, Jungpura-A  
New Delhi-110014  
Tel: 011 47534394  
E-mail:dayalmaur@gmail.com

**Secretarial compliance report of Roto Pumps Limited for the year ended 31<sup>st</sup> March 2022**

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 March 31<sup>st</sup> 2022 (“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 (Depositories and Participants) 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:-

S. No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 170(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018	Delay of 14 days in completion of the allotment formalities in respect of issue of 2,50,000 warrants to promoters / promoter group.	SEBI has, vide letter no. SEBI/HO/OW/P/26336/20 21 dated 29.09.2021, condoned the delay due to second wave of Covid-19. Further, as advised, the Company has disclosed this letter to the Stock Exchange vide email dated 29.09.2021 and placed the same at its next Board Meeting held on 13.11.2021 for its information and necessary compliance. Thus, no further action is required.

- (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:

<b>S. No</b>	<b>Action taken by</b>	<b>Detail of violations</b>	<b>Details of action taken e.g. fines, warning letter, debarment, etc.</b>	<b>Observations/ Remarks of the Practicing Company Secretary</b>

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

<b>S. No</b>	<b>Observations of the Practicing Company Secretary in the previous reports</b>	<b>Observations made in the secretarial compliance report for the year ended... (The years to be mentioned)</b>	<b>Actions taken by the listed entity, if any</b>	<b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>

Place: New Delhi

Date: 30.05.2022

For DAYAL & MAUR

SHAILESH DAYAL  
 Digitally signed by SHAILESH DAYAL  
 Date: 2022.05.30 17:35:27 +05'30'

Shailesh Dayal

Partner

FCS 4897

CP No. 7142

UDIN: F004897D000432951

Peer Review Cert. No. 923/2020