

Practicing Company Secretary

**SECRETARIAL COMPLIANCE REPORT OF NITIRAJ ENGINEERS LIMITED  
FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2022.**

We have examined:

- (a) all the documents and records made available to us and explanation provided by **NITIRAJ ENGINEERS 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 31<sup>st</sup> March, 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; **(Not applicable to the company during the reporting period)**
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;- **(Not applicable to the company during the reporting period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;- **(Not applicable to the company during the reporting period)**



**D SAGAR & ASSOCIATES**

CS SAGAR DEO | B.S.L., LL.B., ACS

+91 9970 359 330  
deo.sagar@rediffmail.com  
www.dsagar.in

Shop No-4, Sai Arcade, Behind LIC office,  
Cannought Garden, CIDCO,  
Aurangabad-431003 (Maharashtra) IN

22, 'Renuka', Vyankatesh Colony,  
Near Chetak Ghoda, Javahar Colony,  
Aurangabad - 431 005 (Maharashtra) IN

- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the reporting period)**
- (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 reporting period)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not applicable to the company during the reporting period)**
- (i) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

and circulars/ guidelines issues thereunder;

and based on the above examination, I/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	Observation s/ Remarks of the Practicing Company Secretary
1)	Regulation 17(2A) of SEBI(LODR)	The quorum for every meeting of the board of directors of the top 1000 listed entities with effect from April 1, 2019 and of the top 2000 listed entities with effect from April 1, 2020 shall be one-third of its total strength or three directors, whichever is higher, including at least one independent director.	The stock exchange has imposed the penalty on the Company assuming non compliances of the same, even when the company does not fall in the category of Top 2000 listed company. The company has paid the amount of fine.



2)	Regulation 23(9) of SEBI(LODR)	The Company has submitted disclosure of RPT after due date. 30 days delay was reported by stock exchange from due date.	The Stock exchange has imposed the fine on the Company. The company has paid the same.
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(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 my/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:

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.
1	National Stock Exchange of India Limited	Regulation 23(9)	Fine of Rs. 177000 was imposed.	The Company has initiated the payment of fine of Rs. 177000 on 25/01/2022 vide UTR no N025221805342371
1	National Stock Exchange of India Limited	Regulation 17(2)(A)	Fine of Rs. 11800 was imposed.	The Company has initiated the payment of fine of Rs. 11800 on 22/02/2022 vide Transaction Reference Number: 333942665




(d) 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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
<i>Being the SME listed Company, the annual compliance report was not applicable to the Company for previous year. The Company has shifted on Main board from SME in the Month of April 2021.</i>				

Place: Aurangabad

Date: 24.05.2022

**FOR D SAGAR & ASSOCIATES**



**CS SAGAR RAMRAO DEO**  
PRACTICING COMPANY SECRETARY

FCS NO.: 9518  
CP NO.: 11547

PEER REVIEW NO.: 1192/2021

**UDIN : F009518D000379184**