

May 14, 2024

To,
The Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Scrip Code: 531307 / Scrip ID: RRIL

Sub: Disclosure under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 ("Listing Regulations")

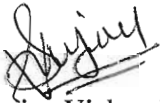
Dear Sirs,

Pursuant to Regulation 24A of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, we hereby submitting the "Annual Secretarial Compliance Report" ("ASCR") issued by M/s Shreyans Jain & Co., Company Secretaries for the year ended 31st March, 2024.

The above is for your kind information and record. You are requested to acknowledge the receipt.

Thanking you,

Yours Faithfully
For RRIL Limited



Sanjay Vishwakarma
Company Secretary & Compliance Officer



Encl.: a/a



Shreyans Jain & Co.

Company Secretaries

Off: 603, Ashok Heights, Opp. Saraswati Apartments, Near Nicco Circle,
Niklaswadi Road, Gundavali, Andheri (E), Mumbai - 400069, Maharashtra.
Tel: 022 - 4600 2079; email: shreyanscs@gmail.com

“SECRETARIAL COMPLIANCE REPORT OF RRIL LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024”

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

RRIL LIMITED

A-325, Hari Om Plaza,
M.G. Road, Near Om Kareshwar Temple,
Borivali East, Mumbai - 400066, Maharashtra.

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **RRIL LIMITED** (CIN: L17121MH1991PLC257750) (hereinafter referred as ‘the Listed Entity’), having its Registered Office at A-325, Hari Om Plaza, M.G. Road, Near Om Kareshwar Temple, Borivali (East), Mumbai - 400066, Maharashtra. Secretarial review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and to provide our observations thereon.

Based on our verification of the Listed Entity’s books, papers, minutes books, forms and returns filed and other records maintained by the Listed Entity and also the information provided by the Listed Entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the Listed Entity has, during the review period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

We Shreyans Jain & Co., Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by the Listed Entity;
- (b) the filings and submissions made by the Listed Entity to the BSE Limited, (“the stock exchange”);
- (c) website of the listed entity;
- (d) all other document / filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended 31st March, 2024 (“Review Period”) in respect of compliance with the provisions of:

- i). the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and





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ii). 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, includes: -

- (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; [**Not applicable during the Review Period**]
- (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 during the Review Period**];
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [**Not applicable during the Review Period**];
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [**Not applicable during the Review Period**];
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and Circulars / guidelines issued thereunder and based on the above examination, We hereby report that, during the Review Period:

- I. (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)	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response Company	Remarks
Not Applicable										





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

Sr. No.	Observations / Remarks of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March, 2023	Compliance Requirement (Regulations/circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
Not Applicable						

II. We hereby report that, during the review period the compliance status of the Listed Entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by Practising Company Secretary (PCS)*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	YES	None
2.	Adoption and timely updation of the Policies: i). All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity; ii). All the policies are in conformity with SEBI Regulations and have been reviewed & updated on	YES	None





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	time, as per the regulations / circulars / guidelines issued by SEBI.		
3.	Maintenance and disclosures on Website: i). The Listed entity is maintaining a functional website; ii). Timely dissemination of the documents / information under a separate section on the website: iii). 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	None
4.	Disqualification of Director: None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	None
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (i). Identification of material subsidiary companies; (ii). Disclosure requirement of material as well as other subsidiaries	YES	None
6.	Preservation of Documents: 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	None
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year / during the financial year as prescribed in SEBI Regulations.	YES	None





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8.	Related Party Transactions: (i). The Listed Entity has obtained prior approval of Audit Committee for all related party transactions; or (ii). The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit Committee, in case no prior approval has been obtained.	YES NA	None During the Review Period No cases of subsequent approval / ratification or rejection occurred.
9.	Disclosure of events or information: 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	None
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	In two instances where delayed entries were made in the UPSI Register / Software.
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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	None
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the Listed Entity or any of its material subsidiaries during the financial year, the Listed Entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the	Not Applicable	None





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	provisions of the LODR Regulations by Listed Entities.		
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation / circular / guidance note etc.	YES	None

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the Listed Entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the Listed Entity.

For Shreyans Jain & Co.
Company Secretaries
Unique ID: S2011MH151000



Place: *Mumbai*
Date: *13/05/2024*

Shreyans Jain
(Proprietor)
FCS No. 8519 / C.P. No. 9801
UDIN: F008519F000358517
PR NO.1118/2021