

SUNITA MOHANTY & ASSOCIATES

COMPANY SECRETARIES

Plot-84, Central Bank of India Building, Rasulgarh, Bhubaneswar- 751010, Ph : 0674-6668666 (O)
9861060158, 9437255625, Email :secretarial@sunitamohantyandassociates, cssunita@gmail.com

Secretarial compliance report of ARSS Infrastructure Projects Limited for the year ended 31/03/2021.

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015]

I/We have examined:

- (a) all the documents and records made available to us and explanation provided by **ARSS Infrastructure Projects 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 31/03/2021 ("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; (not applicable during the period under review)
- (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 period under review)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (not applicable during the period under review)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable during the period under review)

SUNITA MOHANTY & ASSOCIATES

COMPANY SECRETARIES

Plot-84, Central Bank of India Building, Rasulgarh, Bhubaneswar- 751010, Ph : 0674-6668666 (O)
9861060158, 9437255625, Email :secretarial@sunitamohantyandassociates, cssunita@gmail.com

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (not applicable during the period under review)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
and circulars/ guidelines issued 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	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 33(3)(d) : To submit the Annual Financial Statements with Stock Exchanges within 60 days of end of Financial Year which was extended upto 31.07.2020 by SEBI due to Pandemic COVID 19.	The Audited Annual Financial Statements were approved in Board Meeting dated 27.08.2020 after a gap of 25 days.	Because of COVID 19, the State of Odisha was also declared lockdown from 17 th July, 2020 to 31 st July, 2020 for which the Audit could not be completed in time. The violations were beyond the control of management seeing the severity of situation for COVID 19 pandemic.

(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	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)	Filing of Audited Annual Financial Statements for FY ending 31.03.2020 after a gap of 25 days.	Fines were imposed by both BSE and NSE.	Fine of Rs. 125000 plus GST was imposed by the NSE and the same has been deposited by the company on 21.11.2020

SUNITA MOHANTY & ASSOCIATES

COMPANY SECRETARIES

Plot-84, Central Bank of India Building, Rasulgarh, Bhubaneswar- 751010, Ph : 0674-6668666 (O)
9861060158, 9437255625, Email :secretarial@sunitamohantyandassociates, cssunita@gmail.com

(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
----	Not Applicable	-----	-----	-----

(Note:

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations. **Not Applicable**
2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations. **Not Applicable**

Place: Bhubaneswar
Date: 11/06/2021

Signature:
Name of the PCS: Jyotirmoy Mishra
FCS No.: 6556
C P No.: 6022
UDIN : F006556C000447458