



Date: June 30th, 2021

To,
Corporate Relationship Department
BSE LTD
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Security Code No. 531888:

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2021.

Ref: Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMDI/27/2019 dated February 8, 2019.

Dear Sir/ Madam,

In terms of Regulation 24A of SEBI (LODR) Regulations, 2015 read with Clause 3(b)(iii) of the above referred SEBI Circular, we are submitting the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2021, issued by M/s. GMJ & Associates, Practicing Company Secretaries enclosed hereunder.

Kindly take the same in your record and acknowledge.

Thanking you,

Yours Faithfully,

For REXNORD ELECTRONICS AND CONTROLS LIMITED

NAINY KUNAL TANNA
WHOLE TIME DIRECTOR
(DIN: 00351762)

Encl.: As above

SECRETARIAL COMPLIANCE REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021
(Pursuant to SEBI circular - CIR/CFD/CMDI/27 /2019 dated February 08, 2019 read with
Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015)

To,
REXNORD ELECTRONICS AND CONTROLS LIMITED
92-D, Govt Ind. Estate, Charkop,
Kandivli (West),
Mumbai - 400067.

CIN: L31200MH1988PLC047946
Authorized Share Capital: Rs. 15,00,00,000/-

We, **GMJ & Associates, Company Secretaries** have examined:

- (a) all the documents and records made available to us and explanation provided by **REXNORD ELECTRONICS AND CONTROLS LIMITED** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity is functional
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2021 ("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
- 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");

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- iii. The following Regulations prescribed under The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the circulars/ guidelines issued thereunder, have been examined:-
- (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 to the company 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 (Prohibition of Insider Trading) Regulations, 2015;
 - (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the review period)
 - (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during the review period)
 - (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the review period)
 - (h) 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 review period)

Based on our examination and verification of the documents and records produced to us and according to the information and explanations given by the Company, we report that:-

- (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:-

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Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
None			

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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
None				

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

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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
1.	The Company has not devised a Structured Digital Database for maintaining all information under Regulation 3(5) of the The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.	The Company has not devised a Structured Digital Database for maintaining all information under Regulation 3(5) of SEBI (Insider Trading) Regulations, 2015 (For the financial year ended 31 st March, 2020)	The Company has maintained the requisite information in Microsoft Excel.	The Company has finalized the software provider for the same.

Note: Due to the prevailing restrictions in Mumbai, Maharashtra due to COVID -19 pandemic, physical examination of documents under SEBI Act and Regulations was not possible; we have therefore relied upon the documents provided by the Company through Virtual Private Network (VPN) for Audit purpose.

For GMJ & ASSOCIATES
Company Secretaries



[MAHESH SONI]
PARTNER
FCS: 3706 COP: 2324
UDIN: F003706C000550318
PLACE: MUMBAI
DATE: JUNE 30, 2021.

