



Date: May 30, 2022

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, 2022.

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,

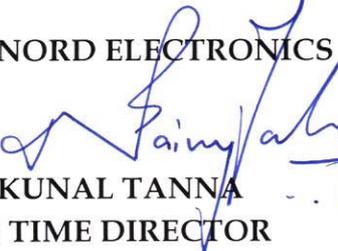
In terms of Regulation 24A of SEBI (LODR) Regulations, 2015 read with Clause 3(b)(iii) of the above referred SEBI Circular, we are submitting the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2022, issued by M/s. GMJ & Associates, Practicing Company Secretaries enclosed hereunder.

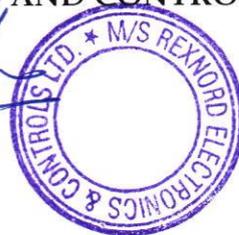
Kindly take the same in your record and acknowledge.

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, 2022**

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

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, 2022 ("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");
- 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 (Prohibition of Insider Trading) Regulations, 2015.

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- b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; [Not applicable during the period of audit]
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [Formerly known as Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014]; [Not applicable during the period of audit]
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations. 2008; [Not applicable during the period of audit]
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; [Not applicable during the period of audit]
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; [Not applicable during the period of audit]

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:-

Sr. No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	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).	The Company has maintained the requisite information in Microsoft Excel.

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(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) There was no action 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;

(d) The listed entity was not required to take any action with regard to compliance with the observations made by the Practicing Company Secretary (Secretarial Auditor) in previous reports.

For GMJ & ASSOCIATES
Company Secretaries



[MAHESH SONI]

PARTNER

FCS: 3706 COP: 2324

UDIN: F003706D000426436

PLACE: MUMBAI

DATE: MAY 30, 2022

