

**PARAMESHWAR G. BHAT**

B.Com., LLB, ML, MBA, FCS

Company Secretary

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**SECRETARIAL COMPLIANCE REPORT OF  
SUPRAJIT ENGINEERING LIMITED  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

I, Parameshwar G Bhat, Practising Company Secretary, have examined all the documents and records made available to us and explanation provided by SUPRAJIT ENGINEERING LIMITED (CIN: L29199KA1985PLC006934) ("the Listed Entity"), having its Registered Office at No. 100 & 101, Bommasandra Industrial Area, Bangalore – 560099, the filings/submissions made by the listed entity to the stock exchanges, website of the listed entity and other document/filing and as may be relevant, which has been relied upon to make this certification for the financial year ended 31<sup>st</sup> March, 2021 ("1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2021") 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 there under; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/guidelines issued there under, 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;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Circulars/Guidelines issued there under;

Based on the above examination, I hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines except in respect of matters specified below:  
*With relation to regulation 3 (5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Listed Entity represented that it has robust prevailing system for tracking of sharing the Un-published Price Sensitive Information (UPSII) and is in the process of establishing Structured Digital Database (SDD) in software format.*
- (b) The listed entity has maintained proper records under the provisions of the above regulations and circulars/guidelines issued there under insofar as it appears from my examination of those records.
- (c) As per the documents provided before me, there were no 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 there under except for *the penalty levied under Sections 15A(b) and 15HB, in respect of non-compliance of procedural requirements under SEBI (Prohibition of Insider Trading) Regulation, 2015 in the year 2016, on the Listed Entity, the Directors and the Compliance Officer which were paid in time.*

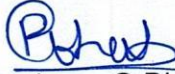


- (d) The listed entity has taken the following actions to comply with the observations made in previous reports –

Sr. No.	Observations of the Practising 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 Practising Company Secretary on the actions taken by the listed entity
Nil	Nil	Nil	Nil	Nil

Place: Bengaluru  
Date: 29.05.2021



  
Parameshwar G Bhat  
Company Secretary  
FCS: 8860 CP: 11004  
UDIN: F008860C000392342