



**RR Financial
Consultants Limited**

Regd. Office : 412-422, Indraprakash Building
21, Barakhamba Road,
New Delhi-110001
Tel. : 01144441111
CIN No. : L74899DL1986PLC023530
Email Id : pamdir@rrfcl.com
Website : www.rrfinance.com
www.rrfcl.com

To,
The Manager,
Listing Department
BSE Limited,
25th Floor, P J Tower
Dalal Street,
Mumbai - 400001

Date: 29.05.2025

Scrip Code: 511626

**Subject: Submission of Annual Secretarial Compliance Report for the Financial
Year 2024-2025**

Dear Sir/ Madam,

Pursuant to Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Please find enclosed herewith Secretarial Compliance Report of **R R Financial Consultants Limited** issued by M/s. **Sudhir Arya & Associates**, Practising Company Secretaries for the financial year ended March 31, 2025.

We request the Exchange to take the same on your records.

Yours Faithfully
For RR Financial Consultants Limited

Rajat Prasad
Managing Director
DIN: 00062612

Encl: as above



SUDHIR ARYA & ASSOCIATES
COMPANY SECRETARIES

A Peer Review Firm

Office No. 301, 3rd Floor, Sagar Plaza-II, Plot No. 27,
Behind M2K Cinema, DDA Commercial Complex,
Road No. 44, Pitampura, New Delhi - 110034
Phone : 011-44710506, +91-9999825383
E-mail : cs.sudhir@yahoo.com | Web : www.sudhirarya.com

Secretarial Compliance Report
of
R R Financial Consultants Limited
for the year ended 31st March, 2025

I, **SUDHIR KUMAR ARYA**, the Proprietor of **M/s. Sudhir Arya & Associates**, Company Secretaries having office at 301, 3rd Floor, Sagar Plaza- II, DDA Commercial Complex, Pitampura, New Delhi- 110034 India have conducted the review of the compliances of the applicable statutory provisions and the adherence to good corporate practices by **R R Financial Consultants Limited** having CIN: L74899DL1986PLC023530 (hereinafter called "the listed entity"), having its Registered Office at 412-422, 4th Floor, Indraprakash Building, 21 Barakambha Road, Central Delhi, New Delhi, Delhi, India, 110001. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion 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 in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2025 complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I, Sudhir Kumar Arya, Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by **R R Financial Consultants 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 **31st March, 2025** ("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 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; *(Not applicable during the period under review)*;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 {Not applicable during the period under review};
- (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 and Sweat Equity) Regulations, 2021 {Not applicable during the period under review};
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 {Not applicable during the period under review};
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 {Not applicable during the period under review};
- (j) Other Regulations as applicable on the Company and circulars/ guidelines issued thereunder;

Additional affirmations by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) in terms of the BSE circular reference no. 20230316-14 and NSE Circular Ref No: NSE/CML/ 2023/21 both dated 16 March 2023 and Master Circular dated April 29, 2024 from NSE and April 30, 2024 from BSE.



And based on the above examination, I hereby report that, during the Review Period the compliance status of listed entity is appended as below;

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observation s/Remarks by PCS*
1.	<u>Secretarial Standards</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	None
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	Yes	None
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/information under a separate section on the website • 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.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	None
6.	<u>Preservation of Documents:</u> 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	Yes	None



	Archival policy prescribed under SEBI LODR Regulations, 2015		
7.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	None
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee	Yes	None
9.	<u>Disclosure of events or information:</u> 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.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6)SEBI (Prohibition of Insider Trading) Regulations,2015	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions 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.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> 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 provisions of the LODR Regulations by listed entities.	Not Applicable	There are no such instances during the period under review.



13.	Additional Non-compliances, if any: Any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	None
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* Clarification(s) sought by stock exchange(s) on various filings/ announcements from time to time here duly replied by the Company.

I 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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
None										

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

S. No	Compliance Requirement (Regulations circulars/ guidelines)	Regulation/ Circular No	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Remarks	Remarks
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 report 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 account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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 Sudhir Arya & Associates
Company Secretaries**



CS. Sudhir Arya, Prop
FCS: 7764
CoP No: 8391
Peer Review no: 2675/2022
UDIN: F007764G000474571



Place: New Delhi
Date: 28/05/2025