



**Reliance Infrastructure Limited**  
CIN : L75100MH1929PLC001530  
Regd. Office:  
Reliance Centre, Ground Floor,  
19, Walchand Hirachand Marg,  
Ballard Estate, Mumbai 400 001

Tel: +91 22 4303 1000  
Fax: +91 22 4303 4662  
www.rinfra.com

May 30, 2024

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai 400 001  
**BSE Scrip Code: 500390**

**National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block, Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051  
**NSE Scrip Symbol: RELINFRA**

Dear Sir(s),

**Sub.: Compliance under Regulation 24A of the Securities and Exchange Board of India  
(Listing Obligation and Disclosure Requirements) Regulations, 2015**

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 and NSE & BSE Circulars dated March 16, 2023 and April 10, 2023, we enclose herewith Annual Secretarial Compliance Report issued by M/s. Ashita Kaul & Associates, Practicing Company Secretary, for the financial year ended March 31, 2024.

Yours faithfully,  
For **Reliance Infrastructure Limited**

Paresh Rathod  
Company Secretary



**ANNUAL SECRETARIAL COMPLIANCE REPORT OF  
RELIANCE INFRASTRUCTURE LIMITED FOR THE YEAR  
ENDED 31<sup>ST</sup> MARCH, 2024**

*[Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019  
and NSE & BSE Circulars dated March 16, 2023 and April 10, 2023]*

To,  
**Reliance Infrastructure Limited**  
Reliance Centre, Ground Floor,  
19, Walchand Hirachand Marg,  
Ballard Estate, Mumbai 400001  
**BSE Scrip Code:** 500390  
**NSE Symbol:** RELINFRA

We, M/s Ashita Kaul & Associates have examined:

- all the documents and records made available to us and explanation provided by **Reliance Infrastructure Limited ( CIN: L75100MH1929PLC001530 ) (“the listed entity”)**,
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the financial year ended 31<sup>st</sup> March, 2024 (“Review Period”) in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 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:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)

**ASHITA  
KAUL**

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by ASHITA KAUL  
Date: 2024.05.30  
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Address: 17B-A, 1st Floor, Eternity Commercial Complex, Teen Haath Naka, LBS Marg, Thane West 400604



Regulations, 2011;

- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the review period**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the review period**
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

and paragraph 6.1 and 6.2 of Section V-D of chapter V of the Master Circular dated July 11, 2023 issued by the Securities and Exchange Board of India on “compliance with the provisions of the SEBI LODR by listed entities”;

and based on the above examination, I hereby report that, during the Review Period:

- i. The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder

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	Remark
-	-	-	-	-	-	-	-	-	-	-

- ii. The listed entity has taken the following actions to comply with the observation made in previous reports:

Sr. No.	Compliance Requirement (Regulations/ Circulars/ guidelines including	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remark
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# Ashita Kaul & Associates

Practicing Company Secretary  
+91 9892332128 | ashkaulcs@gmail.com

specific clause)										
Not Applicable										

The additional information pursuant to NSE & BSE Circulars dated March 16, 2023 and April 10, 2023, respectively, is given as per Annexure – A.

**Date: May 30, 2024**

**Place: Thane**

**UDIN: F006988F000443644**

**For Ashita Kaul & Associates  
Company Secretaries**

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by ASHITA KAUL  
**KAUL** Date: 2024.05.30  
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**Proprietor  
FCS 6988/ CP 6529**



**Detailed Annexure A**

**1. The additional affirmations to be provided while submitting ASCR are as follows:**

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



Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS*
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 Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	-
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	-
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  NA	-  -
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	-
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	-

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by ASHITA KAUL  
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# Ashita Kaul & Associates

Practicing Company Secretary  
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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 there under except for penalty of Rs. 1000 and Rs. 2000 imposed by BSE and NSE respectively for delay in compliance with Regulation 50(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to prior intimation of date of payment of interest on NCDs for the period January 31, 2021 and March 31, 2021 which was duly paid by the Company within the prescribed time under intimation to the Stock Exchange.	Yes	-
12.	<u>Additional Non-compliances, if any:</u>  No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	N/A	-

**Date: May 30, 2024**

**Place: Thane**

**UDIN: F006988F000443644**

**For Ashita Kaul & Associates  
Company Secretaries**

**ASHITA** Digitally signed  
by ASHITA KAUL  
**KAUL** Date: 2024.05.30  
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**Proprietor**

**FCS 6988/ CP 6529**

**Note:** This report is to be read with our letter of even date which is annexed as 'Annexure B' and forms an integral part of this report.



**ANNEXURE B**

To,  
**Reliance Infrastructure Limited**  
Reliance Centre, Ground Floor  
19, Walchand Hirachand Marg,  
Ballard Estate, Mumbai- 400001

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. I believe that the practices and processes, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Compliance Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Ashita Kaul & Associates  
Practicing Company Secretaries**

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ASHITA KAUL  
Date: 2024.05.30  
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**Proprietor  
FCS 6988/CP 6529  
Peer Review: 1718/2022**

**Place: Thane  
Date: May 30, 2024  
UDIN: F006988F000443644**