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A VENKATA RAMANI Digitally signed by A VENKATARAMANI Date: 2023.05.29 16:53:26 +05'30'

IP Rings Ltd.
D11/12, Industrial Estate, Maraimalai Nagar - 603 209, Chengalpattu District,
Tamil Nadu, India. Phone : +91-44-27452816, www.iprings.com
CIN : L28920TN1991PLC020232
LEIN:335800JFTMKNV1H23L40 Email: iprmmn@iprings.com

R Mukundan
Company Secretary in Practice

B-3, 'Casa Milano'
5, Bhakthavatchalam Nagar I St
Adyar, Chennai 600 020
Mobile: 98409 70898

Secretarial Compliance Report of IP Rings Ltd. ("the listed entity") for the year ended March 31, 2023:

I have examined:

(a) all the documents and records made available to me and explanation provided by IP Rings Ltd.] ("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 March 31, 2023 ("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");

The specific Regulations, whose provisions and the circulars / guidelines issued thereunder, 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 to the entity for the reporting period]**

(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; **[Not applicable to the entity for the reporting period]**

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **[Not applicable to the entity for the reporting period]**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not applicable to the entity for the reporting period]**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **[Not applicable to the entity for the reporting period]**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

and circulars / guidelines issued thereunder and 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 issued thereunder, except in respect of matters specified below:

S.No	Compliance Requirement [Regulations / Circulars / Guidelines including specific clause]	Regulation / Circular No	Deviations	Action taken by	Type of Action	Details of violations	Fine amount	Observations / Remarks of the PCS	Management Response	Remarks
1	Related Party transactions – Disclosure	LODR	Reg 23	BSE	-	Not complied with LODR	50000	Discrepancy rectified	In future timely compliance will be ensured	NIL

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

NIL

In terms of the circulars issued by BSE Limited and National Stock Exchange of India Limited on March 16, 2023 on additional affirmations by PCS in Annual Secretarial Compliance Report, I affirm the following:

S.No	**Particulars**	**Compliance Status [Yes/No/NA]**	**Observations / Remarks by PCS**
1	**<u>Secretarial Standard:</u>** The compliances of listed entity are in accordance with the Secretarial Standards [SS] issued by ICSI	Yes	None
2	**<u>Adoption and timely updation of the Policies:</u>** • All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entity	Yes	None

	• All the Policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations / circulars / guidelines issued by SEBI		
3	**Maintenance and disclosures on Website:** • 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 Regulations 27[2] are accurate and specific which redirects to the relevant document(s) / section of the website	Yes	None
4	**Disqualification of Director:** None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013	Yes	None
5	**To examine details related to Subsidiaries of listed entity:** a. Identification of Material Subsidiary Companies b. Requirements with respect to disclosure of material as well as other subsidiaries	NA	The listed entity has no Subsidiaries
6	**Preservation of Documents:** The Company 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	None
7	**Performance Evaluation:** The Company 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	**Related Party Transactions:** 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	**Disclosure of events or information:** 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	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3[5] & 3[6] SEBI [Prohibition of Insider Trading] Regulations, 2015.	Yes	None

11	**Actions taken by SEBI or Stock Exchange[s], if any:** 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	**Additional Non-compliances, if any:** No any additional non-compliance observed for all SEBI regulations / circular / guidance note, etc.,	Yes	None

MUKUNDAN RANGANATHAN

Digitally signed by MUKUNDAN RANGANATHAN
Date: 2023.05.25 20:04:57 +05'30'

Place : Chennai
Date : 25/05/2023

Signature:

R MUKUNDAN
ACS No.: 7876 / C P No.: 12635
UDIN: A007876E000382800
Peer Review Cert. No. 2977/2023