



Netripples Software Limited

Registered Office : Goodlife Retreat , 1-2-36/2
Street No 4, Kakateyanagar, Habsiguda,
Hyderabad – 500007, Telangana State
Website: www.netripples.com
Email: info@netripples.com

NSL/121/BSE67/2022

19th May 2022

To
The Listing Compliance Department
BSE Limited
Mumbai

Dear Sir,

Scrip Code: 542117

Re: REGULATION 24A FROM PCS Non Applicability

We have pleasure to enclose herewith Annual Secretarial Compliance Report required under Regulation 24A of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015, for the year ended 31st March, 2023, issued by Mr. KODE HEMACHAND

1. Statutory Exemption / Non-Applicability Criteria (Regulation 15(2) of SEBI LODR, 2015)

We wish to highlight that under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance related to Corporate Governance provisions—including the submission of the Annual Secretarial Compliance Report under Regulation 24A—**shall not apply** to listed entities having:

- **Paid-up Equity Share Capital not exceeding Rs. 10 Crores AND**
- **Net Worth not exceeding Rs. 25 Crores** as on the last day of the previous financial year.

2. Financial Position of Netripples Software Limited

We submit the factual financial metrics of our company as follows:

- **Paid-up Equity Share Capital: Rs. 6.81 Crores** (which is strictly less than the threshold limit of Rs. 10 Crores).
- **Net Worth: Rs. 9.65 Crores** (which is strictly less than the threshold limit of Rs. 25 Crores).

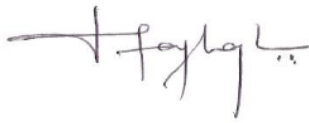
3. Historical Consistency

- The company **did not increase its equity capital** during the financial year under review, nor at any time since its listing from 2018 up to the present date.

- Furthermore, the **Net Worth of the company has never crossed or increased to Rs. 10 Crores** at any point in time since listing up to date.

You are requested kindly to take the same on
your record. Thanking you,

Yours faithfully
For **NETRIPPLES SOFTWARE LIMITED**



Authorised Signatory

Encl.: as above

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF DEEPAK NITRITE LIMITED FOR THE
YEAR ENDED 31st MARCH 2022**

***{Pursuant to Regulation 24A of Securities and Exchange Board of India (listing
Obligations and Disclosure Requirements) Regulations, 2015}***

I, Kode Hemachand, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by **Netripples Software Limited** ("the listed entity")
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) other documents and information received from the MCA portal and stock

exchange websites, For the year ended 31st March 2023 ("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 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;
- (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: There are no events occurred during the period which attracts provisions of these regulations, hence not applicable;

Sr. No.	Compliance Requirement	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
	(Regulation 36 of the Companies Act, 2013) Circulars/guidelines including specific clauses									
	Not Applicable									

Further, we have examined:

Sr. No.	Particulars	Compliance Status {Yes/No/NA}	Observations/Remarks by PCS
1.	<u>Secretarial Standard:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (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 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> - 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 redirects 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.	Yes	None
	(b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	None
6.	<u>Preservation of Documents:</u>	Yes	NonEf-1

	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		
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	Yes	None
	(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.	NA	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) of 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	NA	None

	thereunder.		
12.	Additional <u>Non-compliances</u>, if <u>any</u>: No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	NA	None

Hemachand



CS Hemachand Kode
 Membership no 35463
 Practice no 13416
 UDIN No:00190522459
 Date : 19th May 2022
 Vijayawada