



# KIRLOSKAR ELECTRIC COMPANY LTD.,

Sect./11/2022-23  
May 25, 2023

The Secretary,  
**BSE LTD.,**  
Stock Exchange Towers,  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai – 400 051  
*Scrip Code 533193; Scrip ID KIRELECT*

**NATIONAL STOCK EXCHANGE OF INDIA LTD**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai – 400 051  
*Symbol – KECL; Series – EQ*

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2023;**

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Annual Secretarial Compliance Report of the Company issued by Mr. Sudheendra P Ghali, Practicing Company Secretary for the financial year ended March 31, 2023, for your records.

Please find the same in order and oblige.

Thanking you

Yours faithfully  
for **KIRLOSKAR ELECTRIC COMPANY LIMITED**

Mahabaleshwar Bhat  
**Company Secretary & Compliance Officer**  
Encl: a/a

**Regd. Office:** No. 19, 2nd Main Road, Peenya 1st Stage, Phase -1, Peenya, Bengaluru, Karnataka, 560058  
T+91 80 2839 7256, F +91 80 2839 6727; Email Id: investors@kirloskarelectric.com  
Customer care No. : 1800 102 8268, website: www.kirloskarelectric.com  
CIN: L31100KA1946PLC000415

**Secretarial Compliance Report of Kirloskar Electric Company Limited for the year ended  
March 31, 2023**

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We have examined:

- (a) all the documents and records made available to me, and explanation provided by **Kirloskar Electric Company 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 March 31, 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) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not Applicable to the Company during the Audit Period**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



*[Handwritten Signature]*

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not Applicable to the Company during the Audit Period**);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not Applicable to the Company during the Audit Period**);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008(**Not Applicable to the Company during the Audit Period**);
- (g) Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013(**Not Applicable to the Company during the Audit Period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulation, 2016(**Not Applicable to the Company during the Audit Period**);
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulation, 2009 (**Not Applicable to the Company during the Audit Period**);
- (k) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- (l) and circulars / guidelines issued thereunder;

Sr.No.	Particulars	Compliance status(Yes/No/NA)	Observations /Remarks by PCS*
1.	<u>Secretarial Standard</u>  The compliances of listed entities are in accordance with the Auditing Standards issued by ICSI, namely CSAS-1to CSAS-3	Yes	NIL
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 board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; timely updated as per the</li> </ul>	Yes	NIL

	regulations/circulars/guidelines issued by SEBI		
3.	<u>Maintenance and disclosures on the 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 a separate 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	NIL
4.	<u>Disqualification of Director:</u>  None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013	Yes	NIL
5.	<u>To examine details related to Subsidiaries of listed entities:</u>  (a) Identification of material subsidiary companies (b) Requirements with respect to the disclosure of material as well as other subsidiaries	Yes	NIL
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 the Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	NIL
7.	<u>Performance Evaluation:</u>  The listed entity has conducted a performance evaluation of the Board, Independent Directors, and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	NIL
8.	<u>Related Party Transactions:</u>  (a) The listed entity has obtained prior approval of the Audit Committee for all Related party transactions	Yes	NIL

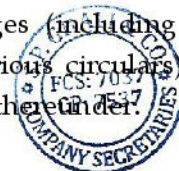
*Apk*



	(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		
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 there under.	Yes	NIL
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	NIL
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u>  No Actions were 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	NA	NIL
12.	<u>Additional Non-compliances, if any:</u>  No any additional non-compliance was observed for all SEBI regulations/ circulars/ guidance note setc.	NA	NIL

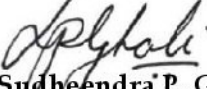
**Based on the above examination, I hereby report that, during the Review Period:**

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder;
- (b) There was no action 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.



- (c) The listed entity was not required to take any actions to comply with the observations made in the previous reports as there was no such observation made by the Practicing Company Secretary in the previous reports.

**For S. P. Ghali & Co.,  
Company Secretaries**

  
**Sudheendra P. Ghali  
Proprietor**



**C.P. No.: 7537**

**M. No.: 7037**

**UDIN: F007037E000268947**

**Peer Review Certificate No.: 3145/2023**

**Place: Belagavi**

**Date: 08/05/2023**