

CIN: L20200TG1988PLC009157



**SRI KPR INDUSTRIES LIMITED**

Manufacturers of: "SVP" brand A.C. Pr. Pipes under MAZZA Process



5th Floor, V.K. Towers, (Earlier KPR Houss), S.P. Road. Secunderabad - 500 003 {T.S.]  
Phone. +91-40-27847121, E-mail: [SVPL9@YAHOO.COM](mailto:SVPL9@YAHOO.COM) / [BWPL9@YAHOO.COM](mailto:BWPL9@YAHOO.COM)

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Date:30.05.2024

To,

BSE Limited

Corporate Relationship Department

Phiroze Jeejeebhoy Towers, Dalal Street

Mumbai – 400001

Dear Sir/Madam,

**Subject: Annual Secretarial Compliance Report for the year ended March 31, 2024 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Scrip Code: 514442**

Pursuant to the Regulation 24A of SEBI (LODR) Regulations, 2015, please find enclosed herewith, the Annual Secretarial Compliance Report for the Financial Year ended March 31, 2024 as issued by M/s RHR & Associates, Practicing Company Secretaries.

Thanking you

**For SRI KPR INDUSTRIES LIMITED**

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**KISHAN REDDY NALLA**

**MANAGING DIRECTOR**

**DIN: 00038966**

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Factory: Village Gundla Pochampaily. Mandal Medchal. Medchal-Malkajgiri Dist. (T S) INDIA



# RHR & ASSOCIATES

To,  
The Board of Directors  
Sri KPR Industries Limited  
5<sup>th</sup> Floor, V K Towers  
Sardar Patel Road,  
Secunderabad 500003

**Sub: Annual Secretarial Compliance Report for the Financial Year 2023-24**

Dear Sir,

We have been engaged by Sri KPR Industries Limited (hereinafter referred to as the "Company") bearing CIN: L20200TG1988PLC009157 whose equity shares are listed on the BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is responsibility of the management of the company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulation and Circulars/Guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the company with provisions of all applicable SEBI Regulations and Circulars / Guidelines issued from time to time and issue a report thereon.

Audit was conducted in accordance with Guidance note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

**Secretarial compliance report of Sri KPR Industries Limited for the year ended 31<sup>st</sup> March 2024**

We, RHR & Associates, Practising Company Secretaries, have examined:

- a) all the documents and records made available to us, and explanations provided by Sri KPR Industries 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 financial year ended 31<sup>st</sup> March 2024 ("Review Period") in respect of compliance with the provisions of:

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(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; - **(Not applicable to the company during the audit period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the company during the audit period)**
- f) Securities and Exchange Board of India (Issue and Listing of Non – Convertible Securities) Regulations, 2021; **(Not applicable to the company during the audit period)**
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) Securities and Exchange Board of India (Issue and Listing of Non – Convertible Securities) Regulations, 2021; **(Not applicable to the company during the audit period)**
- i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018 and circulars/ guidelines issued thereunder;

**For RHR & ASSOCIATES**

**Company Secretaries**

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**R. Hariprasad Reddy**

**Proprietor**

**CP No.15936 FCS.8477**

**P R NO: 5267/2023**

**UDIN: F008477F000494171**

**Place: Bangalore**

**Date: 30.05.2024**

**Off: No.4, Lahari Residence, 3<sup>rd</sup> Cross, Manjunatha Lay out, Marathahalli, Bangalore- 560037**

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and based on the above examination, we 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 the respect of matters as specified below:

Sr. No	Compliance Requirement (Regulations/circulars/guidelines including Specific Clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisor y/Clarification/Fin e/Show Cause Notice/ Warning , etc.)	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	SEBI (LODR) Regulations 2015	6(1)	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	BSE	Fine	The Company has not appointed a qualified Company Secretary and Compliance officer within the time prescribed under the (LODR) Regulations 2015	Rs. 31,860 for the Quarter ended June 30 2023 Rs.59,000 for the Quarter ended December 31, 2023 Rs.90,860 for the Quarter ending March 31, 2024	The Company has not appointed a qualified Company Secretary and Compliance officer within the time prescribed under the (LODR) Regulations 2015. However, the Company has appointed a qualified company secretary as the compliance officer with effect from March 18, 2024 and paid the fine imposed by the BSE.	The Company stated that though it is a small company, they have tried to recruit a suitable candidate. However, due to shortage of suitable candidates, there was a delay in the recruitment and appointment of qualified company secretary	The Company has appointed a qualified company secretary as the compliance officer with effect from March 18, 2024 and paid the fine imposed by the BSE.
2	SEBI (LODR) Regulations 2015	33	Non-submission of the financial results within the time prescribed under the (LODR) Regulations 2015	BSE	Fine	The Company has filed the December 2023 quarter financials with the BSE; however, they missed filing stand-alone Statement of Profit & Loss in the scan copy of financials submitted to the BSE	Rs.76,700	The Company has filed the December quarter 2023 financials with the BSE however, they missed filing stand-alone Statement of Profit & Loss in the scan copy of financials submitted to the BSE. The company has filed the same in XBRL.  The Company has re-filed the financial statements for the quarter ended December 31, 2023, along with Statement of Profit & Loss which was missed in the earlier uploaded file on 27.02.2024.	The Company has filed the December quarter 2023 financials with the BSE within time, however, inadvertently missed the Statement of Profit and loss in the Scanned copy and uploaded the file and the same was unintentional and was due to oversight. The same was filed in XBRL within the time	The Company has re-filed the financial statements for the quarter ended December 31, 2023, along with Statement of Profit & Loss which was missed in the earlier uploaded file on 27.02.2024.and submitted waiver application along with fee of Rs. 11,800/- to the BSE.

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b) The listed entity has taken the following actions to comply with the observations made in the previous report of FY 2022-23.

S. No	Compliance Requirement (Regulations/circulars guidelines including specific Clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/Warning, etc.)	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	SEBI (Depositories and Participant) Regulations 2018	76	The Company has submitted the Reconciliation of Share Capital Audit (RSCA) Report for the Quarter ended June' 2022 on 22.07.2022 to BSE upon verification of the report for June'22 quarter has sent a mail regarding Non-compliance with requirement to appoint a qualified company secretary as the compliance officer for the quarter ended June' 2022.	BSE	Advisory cum Waiver Request	The Company was advised to mention the details of Company Secretary instead of Compliance officer in the tab of change of compliance officer in the previous two quarters' further the company was advised to apply for waiver request	Waiver Application Fee of Rs. 11,800	The Company has not made violation in the RSCA report, However in the details of the previous compliance officer field, Mr. Nandu Siddha Reddy who has been appointed as Compliance Officer for the time being with effect from 17.03.2022 in place of the resigned Company Secretary and Compliance Officer Ms. Pratyaksha Shukla was Submitted	The Company has re submitted the report and submitted waiver application along with fee of Rs. 11,800/- to BSE.	

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2	SEBI (LODR) Regulations 2015	23(9)	The company is required to file disclosures of related party transactions with the Stock Exchange within 15 days from the date of publication of its standalone and consolidated financial results. However, there was a delay in submitting the aforesaid report for the year ended 31.03.2022.	BSE	Fine	There was a delay in submission of related party transactions with the Stock Exchange for the year ended 31.03.2022	Rs. 23,600	The Company delayed filing the report under 23(9) of SEBI (LODR) Regulations 2015. However the Company has filed the same and also paid the penalty levied by the Stock Exchange.	The Company has filed the report with a delay and has also paid the penalty imposed by BSE	.
<b>NIL</b>										

## II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019

Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year	NA	There was no resignation of auditor during the period under review.
<b>Other conditions relating to resignation of statutory auditor</b>		
i. Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee: a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.	NA	There was no resignation of auditor during the period under review.

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<p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor</p>		
<p>The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.</p>	NA	There was no resignation of auditor during the period under review.

## Additional affirmations in Annual Secretarial Compliance Report (ASCR)

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<p><b><u>Secretarial Standard</u></b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)</p>	YES	None
2.	<p><b><u>Adoption and timely updation of the Policies:</u></b></p> <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	None
3.	<p><b><u>Maintenance and disclosures on Website:</u></b></p> <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</li></ul>	YES	The listed entity is advised and suggested to improve the process time of uploading the details in the website

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	which re-directs to the relevant document(s)/ section of the website		
4.	<b><u>Disqualification of Director:</u></b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	YES	None
5.	<b><u>To examine details related to Subsidiaries of listed entities:</u></b> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	YES	None
6.	<b><u>Preservation of Documents:</u></b> 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	None
7.	<b><u>Performance Evaluation:</u></b> 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.	<b><u>Related Party Transactions:</u></b> (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.	<b><u>Disclosure of events or information:</u></b> 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

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10.	<b><u>Prohibition of Insider Trading:</u></b>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	None
11.	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b>  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	No	1.The Company has not appointed a qualified Company Secretary and Compliance officer within the time prescribed under the (LODR) Regulations 2015.The Company has appointed the Company Secretary and Compliance officer with effect from March 18, 2024 and the Company has paid the fine imposed by the BSE 2. The Company has submitted the stand-alone financials for the quarter ended December 31, 2023 after the prescribed time limit and submitted waiver application along with fee of Rs. 11,800/- to the BSE
12.	<b><u>Additional non-compliances, if any:</u></b>  No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.	YES	-

For RHR & ASSOCIATES

Company Secretaries

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R. Hariprasad Reddy

Proprietor

CP No.15936 FCS.8477

P R NO: 5267/2023

UDIN: F008477F000494171

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