

REGISTERED OFFICE:
"Bommidala House" # 5-87-15/A,
Lakshmiapuram Main Road,
GUNTUR – 522007, A.P., INDIA
Tel : +91 863 2355108
Fax : +91 863 2358453
PAN : AACCB3364P
CIN : L05005AP1993PLC015304
e-mail : bkvind@bommidala.co.in
www : bkvindustries.in

BKV INDUSTRIES LIMITED

Date: 30.05.2024

To
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001.

Scrip Code: 519500

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2024.

Dear Sir / Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2024 issued by M/s K. Srinivasa Rao & Co., Practicing Company Secretaries, Guntur.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For **BKV Industries Limited,**

Budavaram Virat Vishnu,
(Company Secretary & Compliance Officer).
Membership no: ACS 56214

CC to: The Calcutta Stock Exchange Ltd., Kolkata



**Annual Secretarial Compliance Report of Bkv Industries Limited
For The Year Ended 31.03.2024**

To

M/s BKV INDUSTRIES LIMITED

Bommidala house,
D.no.5-87-15/a.
Lakshmipuram main road,
Guntur-522 007

We K.Srinivasa Rao&Co., Company Secretaries, Guntur have examined:

- (a) all the documents and records made available to us and explanation provided by **M/s BKV INDUSTRIES LIMITED(CIN:L05005AP1993PLC015304)**("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 **31.03.2024** ("Review Period"i.e 01.04.2023 to 31.03.2024) 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: **Not Applicable as there was no reportable event during the financial year under review**

(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 as there was no reportable event during the financial year under review**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **Not Applicable as there was no reportable event during the financial year under review**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable as there was no reportable event during the financial year under review**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable as there was no reportable event during the financial year under review**

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

(i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

(j) SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019 in terms of Para 6(A) and 6(B) of the said circulars on "Resignation of statutory auditors from listed entities and their material subsidiaries" is not applicable during the Review Period of the listed entity - **Not applicable to the company**

(k) Other regulations as applicable and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, 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 respect of matters specified below:

| Sr.No | Compliance Requirement (Regulations/ circulars / guidelines including specific clause) | Deviations | Observations/ Remarks of the Practicing Company Secretary |
|-------|--|--|---|
| 1. | As per the provisions of Regulation 30(6) read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, the listed entity shall first disclose to stock exchange(s) of all events, as specified in Part A of Schedule III, or information as soon as reasonably possible and not later than twelve hours from the occurrence of event or information. Provided that in case the disclosure is made after twelve hours of occurrence of the event or information, the listed entity shall, along with such disclosures provide explanation for delay. | The corporate announcement submission related to proceedings of annual general meeting held on 25-09-2023 was submitted with delay from the conclusion of the AGM without explanation for delay. | The corporate announcement submission related to proceedings of annual general meeting held on 25-09-2023 was submitted with delay of 7.25 Hours from the conclusion of the AGM without explanation for delay, however the company has resubmitted the revised AGM Proceedings with explanation for delay on 08-04-2024. |

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions 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 thereunder:



| Sr.No | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc | Observations/ remarks of the Practicing Company Secretary, if any. |
|-------|-----------------|----------------------|---|--|
| -NIL- | | | | |

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

| Sr. No. | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended 31.03.2023 | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|---------|--|--|--|--|
| -NIL- | | | | |

We further affirm the compliance status with respect to the specific provisions by the listed entity as mentioned below:

| Sr. No. | Particulars | Compliance Status (Yes/No/ NA) | Observations/ Remarks by PCS |
|---------|---|--------------------------------|------------------------------|
| 1 | Secretarial Standards: 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 | |
| 2 | Adoption and timely Updation of the Policies: <ul style="list-style-type: none"> 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 have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI | YES YES | |



| | | | |
|---|--|----------------------------------|---|
| 3 | Maintenance and disclosures on Website: <ul style="list-style-type: none"> 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 re-directs to the relevant document(s)/ section of the website | <p>YES</p> <p>YES</p> <p>YES</p> | |
| 4 | Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity. | <p>YES</p> | |
| 5 | Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries | <p>NOT APPLICABLE</p> | <p>The Listed entity have no subsidiaries/Material Subsidiaries</p> |
| 6 | Preservation of Documents: 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. | <p>YES</p> | |
| 7 | Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations. | <p>YES</p> | |



| | | | |
|----|--|----------------------------------|--|
| 8 | <p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p> | <p>YES</p> <p>NOT APPLICABLE</p> | <p>Since, all Related party transactions were entered after obtaining prior approval of audit committee point (b) is not applicable</p> |
| 9 | <p>Disclosure of events or information:</p> <p>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</p> | <p>NO</p> | <p>The corporate announcement submission related to proceedings of annual general meeting held on 25-09-2023 was submitted with delay of 7.25 Hours from the conclusion of the AGM without explanation for delay, however the company has resubmitted the revised AGM Proceedings with explanation for delay on 08-04-2024</p> |
| 10 | <p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p> | <p>YES</p> | |
| 11 | <p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No action(s) has been 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</p> | <p>NA</p> | <p>No action(s) has been 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</p> |



| | | | |
|----|--|----|--|
| 12 | <p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p> | NO | <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except the filing of the corporate announcement submission related to proceedings of annual general meeting held on 25-09-2023 submitted with delay from the conclusion of the AGM without explanation for delay which is a non-compliance ,As per the provisions of Regulation 30(6) read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023,</p> |
|----|--|----|--|

This Report is to be read with our letter of even date annexed herewith and forms an integral part of this Report.

Place: Guntur
Date: 28.05.2024

For K.Srinivasa Rao & Co.,
Company Secretaries



KSR
CS. K.Srinivasa Rao
Partner
FCS:5599 CP No:5178
PR No: 1416/2021
UDIN: F005599F000474861



ANNEXURE

To

M/s BKV INDUSTRIES LIMITED

Bommidala house, D.no.5-87-15/a.
Lakshmipuram main road,
Guntur-522 007

The Secretarial Compliance Report of even date is to be read along with this letter.

1. Maintenance of secretarial records under regulations, circulars and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI ACT) and the Securities Contracts (Regulation) Act, 1956 (SCRA) rules made thereunder and Regulations, circulars and guidelines issued thereunder by SEBI, is the responsibility of the management of the listed entity. Our responsibility is to express an opinion on these records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of these records. The verification was done to ensure that correct facts are reflected in the said records. We believe that the processes and practices we followed, provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of Account of the listed entity
- 4) Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5) The compliance of the provisions of SEBI ACT and SCRA, and regulations, circulars and guidelines prescribed thereunder, is the responsibility of management. Our examination was limited to the verification of documents and records made available to us and explanations provided to us with respect to the practices and processes followed in matters relating to this Report.
- 6) The Secretarial Compliance Report is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: Guntur

Date: 28.05.2024

For K.Srinivasa Rao & Co.,
Company Secretaries



K. Srinivasa Rao
CS. K.Srinivasa Rao
Partner
FCS:5599 CP No:5178
UDIN: F005599F000474861