

Date: 30.05.2023

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 590041	To, The Manager, Department of Corporate Services, The National Stock Exchange of India Limited BKC Complex, Bandra (East), Mumbai NSE Symbol: KAVVERITEL
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Subject : Secretarial Compliance Report under Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref : Disclosure under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

With reference to the caption subject, In terms of Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith Secretarial Compliance Report for the financial year ended March 31, 2023.

Kindly take the same on record.

Thanking You,
Yours faithfully,

For Kavveri Telecom Products Limited


Chennareddy Shivakumarreddy
Managing Director
DIN: 01189348



G BHAT & ASSOCIATES

Company Secretaries

1748 | 18th Main | 8th Cross | Marenahalli

J P Nagar 2nd Phase | Bangalore - 560078

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SECRETARIAL COMPLIANCE REPORT OF KAVVERI TELECOM PRODUCTS LIMITED FOR THE YEAR ENDED 31st MARCH, 2023

I, Guruprasada Bhat, Practising Company Secretary have examined all the documents and records made available to us and explanation provided by KAVVERI TELECOM PRODUCTS LIMITED, having registered office at Plot No.31-36, 1st Floor, 1st Main 2nd Stage Arakere Mico Layout Bannerghatta Road, Bangalore 560076 and bearing CIN L85110KA1996PLC019627 ('the listed entity'), and the filings/submissions made by the listed entity to the stock exchanges, website of the listed entity and other document/filing and as may be relevant, which has been relied upon to make this certification for the Financial Year ended 31st March, 2023 ("1st April, 2022 to 31st March, 2023") 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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;



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

(i) Circulars/Guidelines issued thereunder;

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

(a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued except in respect of matters specified below:

Sl. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
01.	Regulation 29(2)/29(3) of LODR – Prior Intimation of Board Meeting	Delay in intimating the Board Meeting	As per the clarification sought from the Management of the company, there is no non-compliance under the said regulation in the financial year 2022-2023, however the same has been raised by the NSE and Management is in the process of seeking the information form NSE and trying to resolve the same.
02.	Regulation 33 of LODR – Intimation of Q2 Financials for the financial year 2022-2023	Delay in filing the Q2 Financials for the financial year 2022-2023	Delay in filing the Q2 Financials for the financial year 2022-2023 – Listed entity may ensure to comply with the provisions of Regulation 33 of LODR in future.
03.	Regulation 27(2) of LODR – Filing of Corporate Governance Report Quarter ended 31 st March 2022	Delay in filing the Corporate Governance Report	As explained by the Company, due to technical error in the NSE portal, could not be able to file the said



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			return in time. - Listed entity may ensure to comply with the provisions of Regulation 27 of LODR in future.
04.	Regulation 31 of LODR - Shareholding Pattern Quarter ended 31 st March 2023	Delay in filing the Shareholding Pattern	<p>As explained by the company, due to some queries raised by the NSE on the Q3 Shareholding Pattern, the company could not be able to file the Q4 Shareholding Pattern, without filing the Q3 revised Shareholding Pattern.</p> <p>Further, the company requested the extension of time to file the Shareholding Pattern with NSE, however the same has been denied by the NSE.</p> <p>Listed entity may ensure to comply with the provisions of Regulation 31 of LODR in future.</p>

(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 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:



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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.
01.	National Stock Exchange	Delay in filing the - Statement on Impact of Audit Qualifications	Levied penalty	Company applied for waiver of the penalty.
02.	National Stock Exchange	Delay in filing the unaudited financials for the quarter ended - 30.09.2022	Levied penalty	Company is in the process of making the payment.
03.	National Stock Exchange	Delay in filing the Shareholding Pattern for the quarter ended - 31.03.2023	Levied penalty	Company is in the process of applying for the waiver of penalty.
04.	National Stock Exchange	Delay in intimating the Board Meeting	Levied penalty	Company is in the process of applying for the waiver of penalty.

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



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Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
01.	Provisions pertaining to Board Composition (Regulation 17)	31.03.2022	The company appointed two more Independent Directors to the Board at its Board Meeting held on 30.06.2021	Nil
02.	Regulation 33 of LODR - Statement on Impact of Audit Qualifications	31.03.2022	The Company Filed the Impact of Qualified opinion on 15.07.2022	Listed entity may ensure to comply with the provisions of Regulation 33 of LODR in future.
03.	Regulation 29(2) and 29(3) - Intimation of Board Meeting to Stock Exchanges	31.03.2022	The Company is in the Process of making the payments	Listed entity may ensure to comply with the provisions of Regulation 29 of LODR in future.
04.	Composition of nomination and remuneration committee. Regulation 19(1) of Securities and Exchange	31.03.2022	The company appointed two more Independent Directors to the nomination and remuneration committee at its Board	Nil



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	Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015		Meeting held on 30.06.2021.	
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For G Bhat & Associates
Company Secretaries

CS Guruprasada Bhat
Company Secretary in Practice
M. No.: F11713
CP. No.: 18963
UDIN: F011713E000430340

Place: Bangalore
Date: 30/05/2023