



# KANISHK STEEL INDUSTRIES LTD

Old No. 4, New No. 7, Thiru-Vi-Ka 3rd Street, Royapettah High Road,  
Mylapore, Chennai - 4. Ph : (044) 4291 9700 Fax : (044) 4291 9719  
CIN : L27109TN1995PLC067863  
E-mail : sales@kanishksteels.in

ISO 9001



Date: 30<sup>th</sup> June 2020

Bombay Stock Exchange  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Dear Sir(s),

Ref: **Scrip Code: 513456** Scrip ID: KANSHST

Sub: **Submission of Secretarial Compliance Report for the year ended 31.03.2020**

We enclosed herewith the Secretarial Compliance Report for the year ended 31.03.2020 issued by the practicing company secretary in accordance with Regulation 24 of the SEBI(LODR) Regulations, 2015.

Please take on records.

Thanking You,

For **KANISHK STEEL INDUSTRIES LIMITED,**

**VISHAL KEYAL**

Chairman and Managing Director.



Encl: As above.

# M K MADHAVAN & ASSOCIATES

Company Secretaries



New No.204/3, Old No.117/3,  
Venkatachalam Street,  
Mylapore,  
Chennai-600004

8754461850/044-28112015

cs.madhavanmk@gmail.com

mkm@mkmadhavan.com

## SECRETARIAL COMPLIANCE REPORT OF KANISHK STEEL INDUSTRIES LIMITED

FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2021.

I, M K MADHAVAN, proprietor of M/s. M K MADHAVAN & ASSOCIATES, Company Secretaries, have examined:

- all the documents and records made available to us and explanation provided by KANISHK STEEL INDUSTRIES LIMITED ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March 2020 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018- **Not applicable as the Company has not issued any debt securities during the financial year under review.**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- **Not applicable as the Company has not bought back/ proposed to buyback any of its securities during the financial year under review;**



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- **Not applicable as the Company has not granted any share-based employee benefits during the financial year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not applicable as the Company has not issued any debt securities 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 the Company has not issued any Non-Convertible and Redeemable Preference Shares during the financial year under review;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

and 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, 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 SEBI circular no. SEBI/Cir/ISD/05/2011 & Regulation 31(2) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, entire 100% holding of the Promoter and Promoter group has to be in dematerialised form.	Only 90.04 of the Promoter and Promoter group is in dematerialised form.	Remaining promoter shares shall also be dematerialised.



- (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.
1.	BSE	Reg-27(2): Corporate governance for June 2020.	Fine Rs. 12,000 plus GST.	Due to ongoing lockdown and restrictions imposed by the government/local authorities, the office staffs travel and the functioning of office could not be resumed back to normalcy. A severe spread caused closure of nearby areas and which caused disturbances. The Company had filed the CG report with a delay of six days. Under the circumstances of Covid-19 situation, the Company has sought for relief/ waiver of fines vide its Letter dated 18.01.2021 and various correspondences. The waiver is under the BSE consideration. The Company is confident of getting waiver as the delay was not abnormal and it was due



					to general lockdown and many persons in the company were reported positive during the above mentioned period.
2.	BSE	Reg-17(1): Board's composition with six directors for Sep-2020.	Fine 4,60,000/- GST	Rs. plus	Due to ongoing lockdown and restrictions imposed by the government/local authorities, the office staffs travel and the functioning of office could not be resumed back to normalcy. A severe spread caused closure of nearby areas and which caused disturbances. The company appointed a sixth director in Sep-2020. Under the circumstances of Covid-19 situation, the Company sought for relief/ waiver of fines. BSE had waived off the entire fine vide its email dated 16-04-2021.
3.	BSE	Reg. 23(9): Details of Related party transactions for Sep-2020.	Fine 1,90,000/- GST.	Rs. plus	The Company declared the results for Sep-2020 on 11-11-2020. It should have filed the RPT details within next 30days. The Company submitted the RPT details on 20.01.2021. The BSE levied the fine on 18-01-2021. Under the circumstances of Covid-19 situation, the Company has sought for relief/ waiver of fines vide its Letter dated 18.01.2021 and various correspondences. The waiver is under BSE consideration. The Company expects positive response from BSE for waiver of fine.



4.	BSE	Reg. 19(1): Composition of nomination and remuneration committee for Dec-2020.	Fine Rs. 1,84,000/- levied by BSE.	There was a typo-error in selecting the categories of the composition of committee. It was rectified and filed vide Acknowledgement number: 2403202107555027 on 24.03.2021. The Company has sought for relief/waiver of fines and which is under BSE consideration. The Company expects positive response from BSE for waiver of fine as it being a incorrect selection.
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(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 31.03.2021.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	Only 90.04 of the Promoter and Promoter group is in dematerialised form. As per the SEBI circular no. SEBI/Cir/ISD/05/2011 & Regulation 31(2) of the SEBI (Listing Obligations and	Only 90.04 of the Promoter and Promoter group is in dematerialised form. As per the SEBI circular no. SEBI/Cir/ISD/05/2011 & Regulation 31(2) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, entire 100% holding of the Promoter and	Necessary step has been taken to dematerialise the shares.	As per the information provided by the Management, the Company is making effort to dematerialise the remaining promoter shares.



<p>Disclosures Requirements) Regulations, 2015, entire 100% holding of the Promoter and Promoter group has to be in dematerialised form.</p>	<p>Promoter group has to be in dematerialised form.</p>		
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**Signature:**



**Name of the Practicing**

**M K MADHAVAN**

**Company Secretary:**

**UDIN:** F008408C000530941

**Membership No.:** F-8408

**Date:** 28-06-2021

**C.P No.:** 16796

**P.R. No.:** PR: 1221/2021

