



**KIRLOSKAR FERROUS INDUSTRIES LIMITED**

A Kirloskar Group Company

Enriching Lives

Ref No. 2578/20

12 June 2020

The Department of Corporate Services  
BSE Limited  
P. J. Towers, Dalal Street, Fort,  
Mumbai 400001

Kind Attention : Mr. Abhay Mungekar / Mr. Amol Hosalkar / Mr. Mangesh Tayde

Dear Sir,

Subject : Secretarial Compliance Report

Reference : Scrip Code 500245

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8 February 2019; we are enclosing the Secretarial Compliance Report for the year ended 31 March 2020 issued by Mr. Mahesh J. Risbud, Practicing Company Secretary.

You are requested to take the same on record.

Thanking you,

Yours faithfully,  
For Kirloskar Ferrous Industries Limited

Mayuresh Gharpure  
Company Secretary

Encl : a/a

To,  
Kirloskar Ferrous Industries Limited  
13, Laxmanrao Kirloskar Road, Khadki,  
Pune 411003

**Secretarial Compliance Report of Kirloskar Ferrous Industries Limited**

**For the year ended 31 March 2020**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

I, Mr. Mahesh Janardan Risbud, Practicing Company Secretary, have examined:

- all the documents and records made available to us and explanation provided by **Kirloskar Ferrous Industries Limited** (CIN : L27101PN1991PLC063223) ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchange(s),
- 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 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 following specific Regulations, whose provisions and the circulars / guidelines issued thereunder, were applicable to the listed entity for the review period and have been examined :

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

and based on the above examination, I hereby report that, during the Review Period:

- The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- 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.



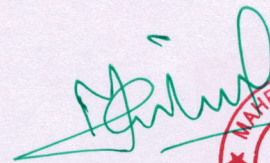

- (c) The following are the details of actions taken against the listed entity / its promoters / directors / material subsidiaries either by the SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts / Regulations 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	SEBI	Erroneous disclosure of educational qualification in public domain	Caution letter No SEBI/CFD/CMD1/PR/OW – 16904/1/2019 dated 4 July 2019 issued by the SEBI ("SEBI Letter") to Mr. Rahul C. Kirloskar, Director, a copy of which was marked to the Company.	The Company filed on 19 July 2019 with BSE Limited a copy of the said letter as disclosure under Regulation 30 of the SEBI LODR Regulations, 2015. The copy of SEBI Letter was placed before the meeting of the Board of Directors on 22 July 2019 and the Members at their Annual General Meeting held on 23 July 2019. Accordingly, the Company has complied with necessary directions given in the SEBI letter.

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

Sr. No.	Observations of the practicing secretary in the previous report	Observations made in the Secretarial Compliance report for the year ended	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary, on The action taken by the listed entity
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- (e) the listed entity is in the process to amend terms of appointment of the Statutory Auditor pursuant to the provisions of the SEBI circular No. CIR/CFD/CMD1/114/2019 dated 18 October 2019.

Note: In view of nationwide lock-down declared by the Government of India with effect from 25 March 2020 to contain spread of pandemic COVID-19; I was unable to visit the office of the Company for physical verification of documents after 31 March 2020. However, this report has been given on the basis of visit to the office of the Company for interim audit in 2019 and on the basis of records and documents received from the Company from time to time through electronic means

Signature:



Name: MAHESH JANARDAN RISBUD  
(FCS No. 810 and CP No. 185)

Date: 9 June, 2020

Place: Pune

UCN – S1981MH000400

PR - 208/2015

UDIN: F000810B000329380