

May 30, 2024

The Manager
The Department of Corporate Services
BSE Limited
P. J. Towers,
Dalal Street, Mumbai - 400 001
Scrip Code - 540775

The Manager
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
Symbol - KHADIM

Dear Sir / Madam,

Ref: Annual Secretarial Compliance Report

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed the Annual Secretarial Compliance Report of Khadim India Limited, dated May 24, 2024 for the financial year ended March 31, 2024, duly certified by M/s. BKG & Company, Company Secretaries.

Kindly take the same on your records.

Thanking You,

Yours faithfully,

Khadim India Limited



Abhijit Dan
Company Secretary & Head - Legal
ICSI Membership No. A21358

Encl: As above

Secretarial Compliance Report

of

KHADIM INDIA LIMITEDfor the Financial Year ended 31st March, 2024

[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 February 08, 2019]

To,
The Members,
KHADIM INDIA LIMITED
7th Floor, Tower C, DLF IT Park,
08 Major Arterial Road, Block-AF, New Town (Rajarhat),
Kolkata, 24 Parganas North-700156

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Khadim India Limited (CIN-L19129WB1981PLC034337) (hereinafter referred as 'the listed entity'), having its registered office at 7th Floor, Tower C, DLF IT Park, 08 Major Arterial Road, Block-AF, New Town (Rajarhat), Kolkata, 24 Parganas North-700156. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We, **BKG & Company**, have examined:

- (a) all the documents and records made available to us and explanation provided by 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 31st March, 2024 ("Review Period") in respect of compliance with the provisions of:



- i. the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- ii. 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 (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (f) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulation, 1993;
- (g) Securities and Exchange Board of India (Depository Participants) Regulation, 1996 & 2018;
- (h) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- *(Not Applicable to the listed entity during the Review Period)*;
- (i) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- *(Not Applicable to the listed entity during the Review Period)*;
- (j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013- *(Not Applicable to the listed entity during the Review Period)*;
- (k) any other regulation and circulars / guidelines issued thereunder as applicable to the Company;

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

- i. 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)	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
None										

ii. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. 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
Not Applicable										

we hereby also report that, during the Review Period, the listed entity has complied with the provisions of Para 6 of Circular No. CIRI / CFD /CMD1/114/2019 dated October 18, 2019 issued by SEBI relating to “Resignation of statutory auditors from listed entities and their material subsidiaries”.

In terms of the BSE Circular having Reference No: 20230410-41 and NSE Circular having Reference No: NSE/CML/ 2023/30, both dated April 10, 2023, we hereby report that, during the Review Period, the listed entity has complied with as specified 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 entity; and • All the policies are in conformity with SEBI Regulations and have been reviewed and timely updated, as per the regulations/circulars/guidelines issued by SEBI. 	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; and • Web-links provided in annual corporate governance reports under regulation 27(2) of the SEBI LODR Regulations, 2015 are accurate and specific which re-directs to the relevant document(s) / section of the website. 	Yes*	-
4.	Disqualification of Director: None of the Director(s) of the listed entity is disqualified under section 164 of Companies Act, 2013.	Yes	-
5.	To examine details related to subsidiaries of listed entity:		
	a. Identification of material subsidiary companies; and	N.A.	There was no material subsidiary during the Review Period.
	b. Requirements with respect to disclosure of material as well as other subsidiaries.	Yes	-
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 the SEBI LODR Regulations, 2015.	Yes	-
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 as prescribed in SEBI Regulations.	Yes	The evaluation has to be done in a year and the listed entity has complied with it.
8.	Related Party Transactions:	Yes	-
	a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; and		
	b) In case where no prior approval was obtained, the listed entity provided detailed reasons along with confirmation that the transactions were subsequently approved / ratified by the Audit committee.		



9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III to the SEBI LODR within the time limits prescribed thereunder.	Yes	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: No Action 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.	Yes	During the Review Period, no actions has been taken against the listed entity / its Promoters / Directors / Subsidiaries either by SEBI or Stock Exchanges.
12.	Resignation of Statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of Section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR regulations by listed entity.	NA	No change in Statutory Auditors during the Review Period.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulations / circulars / guidance notes, etc.	Yes	No additional non-compliance observed for any SEBI regulations / circulars / guidance notes, etc. during the Review Period.

Place: Kolkata

Date: 24/05/2024

For **B K G & COMPANY**
Company Secretaries*Binod K. Gupta***(BINOD KUMAR GUPTA)**

Partner

(ACS-12965, C. P. No.- 3242)

UDIN: A012965F000451117

Peer Review Certificate No.: 2598/2022