



E:KRBL/BIBHU/STK\_EX\_2122/15  
28 June 2021

✓	<b>The General Manager</b> Department of Corporate Services BSE Limited Floor 25, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001	<b>National Stock Exchange of India Limited</b> “Exchange Plaza”, C-1, Block-G Bandra-Kurla Complex Bandra (E), Mumbai-400051
	Scrip Code: <b>530813</b>	Symbol: KRBL Series: Eq.

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the financial year ended 31 March 2021**

In compliance with the provisions of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08 February 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued to the Company by M/s. DMK Associates, Practicing Company Secretaries, for the financial year ended 31 March 2021.

This is for your information and record.

Thanking you,

Yours Faithfully,  
For KRBL Limited

**Raman Sapra**  
Company Secretary

Encl.: As Above.

### SECRETARIAL COMPLIANCE REPORT OF KRBL LIMITED FOR THE YEAR ENDED MARCH 31, 2021

We have examined:

- (a) all the documents and records made available to us and explanation provided by **KRBL LIMITED** ("the listed entity"- hereinafter called "**the company**") having its Registered Office at 5190, Lahori Gate, Delhi-110006.
- (b) the filings/ submissions made by the company to the stock exchanges,
- (c) website of the company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification.

for the year ended March 31, 2021("Review Period") 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; (hereinafter referred as "SEBI LODR")
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not applicable to the Company during the Review Period**)
- (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 to the Company during the Review Period**)
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the Review Period**)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not applicable to the Company during the Review Period**)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (**Not applicable to the Company during the Review Period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder;



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

- a) The Company 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
NIL			

- b) The company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- c) The following are the details of actions taken against the company/ 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				

However, during the period, the Company's Joint Managing Director, Mr. Anoop Kumar Gupta had been detained and released on bail by the Enforcement Directorate ('ED') with regard to an ongoing investigation under the Prevention of Money Laundering Act, 2002, for alleged involvement in Agusta Westland case, pursuant to the order of Special Judge, Rouse Avenue Courts dated 30 January 2021 and dated 5 April 2021, respectively. ED vide their criminal complaint dated 30 March 2021 has made certain allegations against KRBL Limited, KRBL DMCC (a subsidiary of KRBL Limited) and Mr. Anoop Kumar Gupta. The matter is still under the investigation stage.

- d) The company 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 March 31, 2020	Actions taken by the Company, if any	Comments of the Practicing Company Secretary on the actions taken by the Company
1	No observations made in Secretarial Compliance Report issued prior to March 31, 2020.	The Company was required to have Independent Women Director from April 1, 2019, whereas Ms. Priyanka Sardana was appointed as an Independent Women Director of the	No further action is taken by the Company.	The company has appointed Priyanka Sardana as an Independent Women Director of the company w.e.f. September 25, 2019.



		company w.e.f. September 25, 2019 and resulting delay of 177 days in appointment of Independent women director.		
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Due to prevailing second wave of COVID-19 and subsequent lockdown, we have conducted online verification & examination of records as provided by the Company and based on these records, this report is being issued.

DATE: 26.06.2021  
PLACE: NEW DELHI



FOR DMK ASSOCIATES  
COMPANY SECRETARIES

DEEPAK KUKREJA  
FCS, LL.B., ACIS(UK), IP  
PARTNER  
UDIN: F004140C000522251  
FCS NO.: 4140  
C.P. NO.:8265