



KRITI INDUSTRIES (INDIA) LIMITED

"CHETAK CHAMBERS", 4th FLOOR, 14, R.N.T. MARG, INDORE-1, (M.P.) INDIA
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REGD.OFF.:"MEHTA CHAMBERS", 34, SIYAGANJ, INDORE-452007 Phone: 2540963
E-mail: info@kritiindia.com Website: http://www.kritiindia.com

CIN : L25206MP1990PLC005732

30th May, 2019

To,
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai (M.H.) 400 001

Subject: Annual Secretarial Compliance report for the year ended 31st March, 2019.

Scrip Code: 526423

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, read with SEBI circular CIR/CFD/CMD1/27/ 2019 dated 8th February, 2019, we hereby enclose the Annual Secretarial Compliance Report of the Company issued by Practicing Company Secretary for the year ended 31st March, 2019.

This is for your information and record.

Thanking you.

Yours Faithfully
For **Kriti Industries (India) Limited**

Preeti Sharma
Company Secretary & Compliance Officer



KAUSHAL AGRAWAL & CO.

PRACTISING COMPANY SECRETARIES
218-219 STARLIT TOWERS,
29, Y. N. ROAD, INDORE (M.P.) 452001
PHONE 0731-4278756, 2432463 (O)
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Email: kaushalk.agrawal@gmail.com,

Secretarial compliance report of Kriti Industries (India) Limited for the financial year ended 31st March, 2019

We, Kaushal Agrawal & Co., Practising Company Secretaries of Indore have examined:

- (a) all the documents and records made available to us and explanation provided by *Kriti Industries (India) Limited* ("the listed entity") having CINL25206MP1990PLC005732, Scrip Code: 526423.
- (b) the filings/ submissions made by the listed entity to the stockexchange,
- (c) website of the listed entity as on the date of this certificate;
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year starting from 01st April, 2018 to 31st March, 2019 ("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;
- (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



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;

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

(i) other regulations (as applicable) and circulars/ guidelines issued thereunder;

and based on the above examination, we 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.	Regulation 30(6) of SEBI Listing Obligations and Disclosure Requirements, 2015 disclosure related to changes in Key Managerial Personnel	<i>Disclosure regarding Appointment of Company Secretary and Compliance Officer (CS & CO) Mr. Satish Patel w.e.f. 01st day of June,2018 but the appointee didn't take charge as such.</i>	As per records and explanation, the company appointed CS & CO after due interview and date of joining was immediate from the date of appointment. The appointee for unknown reason didn't commenced service (and as informed to us obtained Certificate of Practice, from ICSI and hence no form DIR 12 /MGT 14 were filed with registrar for such appointment by the company) . The



			company immediately on appointment in Board Meeting and for the compliance of Regulation 30 (6) of SEBI LODR Requirements, 2015 notified and made the disclosure of appointment of Company Secretary and Compliance Officer within 24 hours of Board Meeting . The reason of deviations appears beyond the control of the company.
2.	Regulation 30(6) of SEBI Listing Obligations and Disclosure Requirements, 2015 disclosure related to changes in Key Managerial Personnel	<i>Resignation of Company Secretary & Compliance Officer Mr. Satish Patel from that post (with effect from 09.06.2018) has disclosed / reported beyond 24 hours on 20 .06 2018 (delay of 10 days) and without disclosing reason of such delay.</i>	The reason of change was the appointee didn't join the company after appointment . The delay in reporting beyond 24 hours was not appears as material in the given circumstances.

(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.
NIL				



(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... (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
No previous report as this is very first year of reporting				

Disclaimer: This Secretarial Compliance Report has been issued on the basis of information, explanation, representation, books records and paper provided by the listed entity and inspection of web portal of the listed entity as on the date of issue of this report and further that this report is neither future assurance of its working and affairs nor the effectiveness of its legal /secretarial internal control mechanism of the management and conduct of its affairs.

For Kaushal Agrawal & Co.
Practicing Company Secretaries,



CS Kaushal Kumar Agrawal
FCSNo.: 4985C P No.: 3457

Date: 29th day of May, 2019
Place: INDORE