



KIRLOSKAR OIL ENGINES LIMITED

A Kirloskar Group Company

Enriching Lives

Date: 27 May 2019

BSE Scrip Code: **533293**

NSE Scrip Code: **KIRLOSENG**

To
Corporate Relationship Department
BSE Limited
1st Floor, Rotunda Building,
Dalal Street, Fort,
Mumbai – 400 001

To
The Manager
Listing Department
National Stock Exchange of India
Ltd.
Exchange Plaza, C -1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051

Dear Sir/Madam,

Subject: Annual Secretarial Compliance Report for the year ended 31 March 2019

In terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8 February 2019, please find enclosed Annual Secretarial Compliance Report duly issued and signed by a Practicing Company Secretary for the year ended 31 March 2019.

You are requested to take the same on your record.

Thanking you,

Yours Faithfully,
For Kirloskar Oil Engines Limited

S. A. Raichurkar

Smita Raichurkar
Company Secretary



Encl.: As above.

Secretarial compliance report (Regulation 24A of Securities and Exchange Board (Listing Obligations and Disclosure Requirements), 2015

of

KIRLOSKAR OIL ENGINES LIMITED

For the year ended 31ST MARCH, 2019

I Mr. Mahesh Janardan Risbud PCS have examined:

- all the documents and records made available to me and explanation provided by KIRLOSKAR OIL ENGINES LIMITED, CIN L29120PN2009PLC133351 ("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 31ST March, 2019 ("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");

AND the following specific Regulations, whose provisions and the circulars/ guidelines issued thereunder & which are applicable to listed entity, 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 (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 all the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- 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 the previous reports: **This clause is not applicable, since this is the first report issued after becoming effective of Regulation 24A of the SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Signature:  

Name - MAHESH JANARDAN RISBUD

Place: Pune

Date: 17 May 2019

FCS No.: 810

C P No.: 185