



To,
The Assistant Manager,
National Stock Exchange of India Limited Listing
Department,
'Exchange Plaza', Bandra Kurla Complex,
Bandra (East),
Mumbai – 400051

To,
The General Manager,
BSE Limited
Corporate Relationship Department,
1st floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

27 May 2022

Sub.: Annual Secretarial Compliance Report under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31 March 2022

**Ref: NSE Symbol and Series: KOLTEPATIL and EQ
BSE Code and Scrip Code: 9624 and 532924**

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the Annual Secretarial Compliance Report for the year ended 31 March 2022.

This is for your information and record.

For Kolte-Patil Developers Limited

Vinod Patil
Company Secretary and Compliance Officer
Membership No. A13258



KOLTE-PATIL DEVELOPERS LTD.

CIN : L45200PN1991PLC129428

Pune Regd Off : 2nd Floor, City Point, Dhole Patil Road, Pune - 411 001. Maharashtra, India Tel.: +91 20 6622 6500 Fax : +91 20 6622 6511
Bangalore Off : 121, The Estate Building, 10th floor, Dickenson Road, Bangalore - 560042 . India Tel.: 80 - 4662 4444 / 2224 3135 / 2224 2803 Web : www.koltepatil.com

Secretarial Compliance Report of Kolte-Patil Developers Limited for the year ended March 31, 2022

To,
Kolte-Patil Developers Limited,
2nd Floor, City Point, Dhole Patil Road,
Pune – 411001.

We **SVD & Associates, Company Secretaries** have examined:

- a) All the documents and records made available to us physically and through electronic mode and explanations provided by **Kolte-Patil Developers Limited** (“the listed entity”),
- b) The filings/ submissions made by the listed entity to the stock exchanges,
- c) The website of the listed entity,
- d) Other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended **March 31, 2022** (“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 (“LODR”);
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2018 (**not applicable to the listed entity 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 (Buy-Back of Securities) Regulations, 2018(**not applicable to the listed entity during the Review Period**);
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 up to August 12, 2021. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity)Regulations, 2021 with effect from August 13, 2021;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008up to August 15, 2021. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulation, 2021 with effect from August 16, 2021 (**not applicable to the listed entity during the Review Period**);
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 up to August 15, 2021. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulation, 2021 with effect from August 16, 2021(**not applicable to the listed entity 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 Participant) Regulation, 2018 ;
- j) Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018(Settlement Regulations);
- 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.	Regulations 16(1)(b)(iii), 17(10)(b), 17(11), 17(1)(a), 18(1)(b), 25(8) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to Independence of the Director, Evaluation of Independent Director, Recommendation of the Board to the shareholders, Composition of Board of	The Composition of Board of Directors of the listed entity as on March 31, 2021 consisted of: Four (4) Executive Directors, Two (2) Non-Executive Non Independent Director and Six (6) Independent Directors out of which 2 Independent Directors professionally qualified & fulfilling the criteria of independence and	The listed entity to ensure necessary compliance to the extent of deviation. These two Independent Directors have resigned with effect from July 29, 2021 and two new Independent Directors have been appointed with effect from July 29,

<i>Directors and Audit Committee of the listed entity which includes one independent woman director and Disclosure of Independent Director.</i>	<i>their status categorised as related being spouse by SEBI as per email dated July 6, 2021.</i>	<i>2021.</i>
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- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from 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/Deviation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any
1.	<i>Show Cause Notice dated February 03, 2022 issued by Securities and Exchange Board of India (SEBI).</i>	<i>Regulations 16(1)(b)(iii), 17(10)(b), 17(11), 17(1)(a), 18(1)(b), 25(8), 23(9), 30(2) & 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Independence of the Director, Evaluation of Independent Director, Recommendation of the Board to the shareholders, Composition of Board and Audit committee which includes one independent woman director, Disclosure of Independent Director, Disclosure of Related party</i>	<i>Show cause notice issued by SEBI with an option to opt for settlement process under the SEBI (Settlement Proceedings) Regulations, 2018.</i>	<i>The listed entity has opted for the settlement process under the SEBI (Settlement Proceedings) Regulations, 2018 and the same is under process.</i>

		<i>Transaction, Disclosure of events as specified in Schedule III Part A of SEBI LODR.</i>		
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(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
1.	<i>As per Regulation 34(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The listed entity was required to submit a copy of Annual Report along with notice of Annual General Meeting to the stock exchange on September 05, 2020, being the date of dispatch to its shareholders. However, the same was submitted on September 06, 2020 with a delay of one day.</i>	<i>March 31, 2021</i>	<i>The listed entity has complied with Regulation 34(1) of SEBI LODR for the year ended March 31, 2021 within prescribed period.</i>	<i>The action taken by the listed entity is self-explanatory.</i>
2.	<i>As per Regulation 47(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The listed entity has published newspaper notice relating to the Annual General Meeting to be held on September 28, 2020 on September 15, 2020 and on stock exchange(s) on September 06, 2020.</i>	<i>March 31, 2021</i>	<i>The listed entity has complied with Regulation 47(3) of LODR for the year ended March 31, 2021 within prescribed period.</i>	<i>The action taken by the listed entity is self-explanatory.</i>

	<i>There is a delay of 9 days in publishing the said notice in newspaper.</i>			
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(e) The listed entity has suitably included the conditions as mentioned in Para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment/re-appointment of statutory auditor of the Company.

For **SVD & Associates**
Company Secretaries




Sridhar Mudaliar
Partner
FCS No. 6156
CP No. 2664

Place: Pune
Date: May 25, 2022
Peer Review number: P2013MH075200
UDIN: F006156D000372051