

24th May, 2022

To, Corporate Relations Department Bombay Stock Exchange Ltd (BSE) Phiroze Jheejheebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip Code - 543308 ISIN: INE967H01017	To, The Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Bandra - Kurla Complex Mumbai - 400 051. Symbol - KIMS ISIN: INE967H01017
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Dear Sir/ Madam

Sub: Secretarial Compliance Report for the year ended 31st March, 2022.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated at February, 2019, please find enclosed the Secretarial Compliance Report of the Company for the year ended 31st March, 2022 issued by IKR & Associates, Practicing Company Secretaries.

You are requested to take note of the above.

Thanking you,

Yours truly

For Krishna Institute of Medical Sciences Limited



Umashankar Mantha
General Manager –Legal,
Company Secretary & Compliance Officer



Encl: As above

Krishna Institute of Medical Sciences Limited
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CIN: L55101TG1973PLC040558

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members
Krishna Institute of Medical Sciences Limited
CIN: U55101TG1973PLC040558
D.No.1-8-31/1,Minister's Road,
Secunderabad - 500003, Telangana

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Krishna Institute of Medical Sciences Limited** (hereinafter called the 'Company') for the financial year from 1st April, 2021 to 31st March, 2022 (the 'Audit Period').

We conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

We are issuing this report based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2022, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter;

1.1 We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2022, according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under;



- (ii) Secretarial Standards (SS-1) on “Meetings of the Board of Directors” and Secretarial Standards (SS-2) on “General Meetings” issued by the Institute of Company Secretaries of India;
- (iii) The Securities Contract (Regulation) Act, 1956 and the Rules made thereunder;
- (iv) The Depositories Act, 1996 and the Regulations and bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“SEBI Act”): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 amended from time to time;
 - e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (vii) The following laws are specifically applicable to the Company;
 - (a) The Indian Medical Council Act, 1956
 - (b) Clinical Establishments (Registration and Regulation) Act, 2010
 - (c) Drugs and Cosmetics Act, 1940
 - (d) Biomedical Waste Management Handling Rules, 2016
 - (e) The Medical Termination of Pregnancy Act, 1971
 - (f) Pre-natal Diagnostic Techniques Act, 1994
 - (g) Transplantation of Human Organ Act, 1994
 - (h) The Pharmacy Act, 1961
 - (i) Atomic Energy Act, 1962



- (j) Food Safety and Standards Act, 2006
- (k) Indian Boilers Act, 1923.

1.2 In relation to the period under review, the Company has, to the best of our knowledge and belief and based on the records, information, explanations and representations furnished to us, complied with the laws mentioned in clause (i) to (vi) of paragraph 1.1. Further the Company in general has reasonably complied with the laws specifically applicable to the Company mentioned in subparagraph (vii) of paragraph 1.1 and we have relied on the representations made by the Company, its officers and reports of other professionals engaged by the company for compliances under other acts, laws and regulations applicable to the Company as mentioned in subparagraph (vii) of paragraph 1.1.

1.3 We are informed that, during/ in respect of the year no events have occurred which required the Company to comply with the following laws/ rules/ regulations and consequently was not required to maintain any books, papers, minutes books or other records or file any forms/ returns under:

- a. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2009.
- b. The Securities and Exchange Board of India (Buyback of Securities) Regulation; 2018.
- c. The Securities and Exchange Board of India (Share Based Employee Benefits), 2014;

2. Board Processes

We further report that:

- 2.1 The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- 2.2 There were changes in the composition of the Board of Directors and it has been carried out in compliance with the provisions of the Act during the period under review.
- 2.3 Adequate notice is given to all directors to schedule the Board Meetings atleast seven days in advance and few meeting at short notice complying the Secretarial Standard (SS-1), agenda and detailed notes on agenda were also circulated to the Board members prior to the meetings.



2.4 A system exists for seeking and obtaining further information and clarifications on the agenda items before the meetings and for meaningful participation at the meetings; and

2.5 All decisions at the Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

3. Compliance mechanism

We further report that:

3.1 There are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

3.2 The compliance by the Company of applicable finance laws like Direct and Indirect tax laws has not been reviewed in this audit since the same have been subject to review by Statutory Financial Auditor and other designated professionals engaged by the Company.

4. Specific Events/ actions

We further report that during the audit period the following specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc took place:

4.1 The Company had filed a Red Herring Prospectus ("RHP") with the Registrar of Companies ("RoC"), Bombay Stock Exchange Limited ("BSE") and National Stock Exchange Limited ("NSE") on 09th June, 2021 in connection with the Offer, comprising of both fresh issue by the Company and an offer for sale by existing shareholders.

4.2 The Company had filed a Prospectus with the Registrar of Companies ("RoC"), Bombay Stock Exchange Limited ("BSE") and National Stock Exchange Limited ("NSE") on 22nd June, 2021 in connection with the Offer, comprising of both fresh issue by the Company and an offer for sale by existing shareholders.



4.3 The Company vide Circular Resolution dated 24th June, 2021 has issued, transferred and allotted 2,59,95,042 Equity Shares (includes 2,35,60,538 Equity Shares of OFS and 24,34,504 Equity Shares as fresh issue) at an Offer price of ₹ 825 per Equity Share to the respective applicants in various categories, such as 25,78,337 Equity Shares to retail individual investors, 38,67,506 Equity Shares to non-institutional investors, 1,93,37,537 Equity Shares to qualified institutional buyers (including 11,584,060 Equity Shares to Anchor Investor), and 2,11,662 Equity Shares to Employees in terms of the basis of allotment.

4.4 The Company got listed with Bombay Stock Exchange Limited ("BSE") and National Stock Exchange Limited ("NSE") on 28th June, 2021.

"We have conducted online verification & examination of records, as facilitated by the Company, due to Covid 19 and subsequent lockdown situation for the purpose of issuing this Report."

For IKR & Associates
Company Secretaries
[Firm Regn. No. S2016TL372100]


Krishna Rao Inturi
Proprietor

ACS No.23071, COP No.10486
Peer Review Certificate no. 1255/2021
UDIN: A023071D000349617

Place: Hyderabad

Date: 19.05.2022

ANNEXURE TO SECRETARIAL AUDIT REPORT ISSUED BY COMPANY
SECRETARY IN PRACTICE (QUALIFIED/NON-QUALIFIED)

To,

The Members

Krishna Institute of Medical Sciences Limited

CIN: U55101TG1973PLC040558

D.No.1-8-31/1,Minister's Road,

Secunderabad - 500003, Telangana

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.



6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For IKR & Associates

Company Secretaries

[Firm Regn. No. S2016TL372100]

Hyderabad


Krishna Rao Inturi

Proprietor

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