



KRITI INDUSTRIES (INDIA) LIMITED

BRILLIANT SAPPHIRE, 801-804, 8th FLOOR, PLOT NO. 10, SCHEME 78-II, VIJAY NAGAR,
INDORE - 452 010 (M.P.) INDIA. PHONE No.: (+91-731) 2719100.
REGD. OFF.: "MEHTA CHAMBERS", 34, SIYAGANJ, INDORE - 452007 Phone: (+91-731) 2540963
E-mail: info@kritiindia.com Website: http://www.kritiindia.com

CIN : L25206MP1990PLC005732

31st July, 2020

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

Subject: Submission of Annual Secretarial Compliance report for the year ended 31st March, 2020.

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, 2020.

This is for your information and record.

Thanking you.

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

Apeksha Baisakhiya

Apeksha Baisakhiya
Company Secretary & Compliance Officer



KAUSHAL AGRAWAL & CO.

PRACTISING COMPANY SECRETARIES
218-219 STARLINE TOWERS,
29, Y. N. ROAD, INDORE (M.P.) 452001
PHONE: 0731-4278756, 2432463 (4)
Mobile 8871110111, 9425055365
Email: kaushal.agrawal@gmail.com

Secretarial compliance report of Kriti Industries (India) Limited for the financial year ended 31st March, 2020

I Kaushal Kumar Agrawal, Proprietor of 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 CIN:L25206MP1990PLC005732, Scrip Code: 526423 read with the relevant Disclaimer given hereunder
- (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, 2019 to 31st March, 2020 ("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 of 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 27(2) of SEBI Listing Obligations and Disclosure Requirements, 2015 disclosure related to Corporate Governance Reprt	Disclosure regarding omission of details of related party transactions with the subsidiary company given in Quarterly corporate Governance report Filed.	Advised to rectify the mistake by filing revised report revision of of related party disclosure) as per norms and under intimation to the Regulator for the First Quarter

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under 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 31.03.2019 (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.	Regulation 30(6) of SEBI Listing Obligations and Disclosure Requirements, 2015 disclosure related to changes in Key Managerial Personnel	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.	Necessarily instructions have been recorded in the staffing regulations to avoid recurrence.	No comment appear necessary.
2.	Regulation 30(6) of SEBI Listing Obligations and Disclosure Requirements, 2015 disclosure related to changes in Key Managerial Personnel	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.	Necessarily instructions have been recorded in the reporting regulations to avoid recurrence.	No comments appear necessary.

Disclaimer: Due to the complete Lockdown in the country as notified by the Government of India for prevention of COVID-19 this Secretarial Compliance Report has been issued on the basis of information, explanation, representation, and paper provided by the listed entity through e-mail and inspection of web portal of the listed entity as on the date of issue of this report as it was not possible to personally visit the office 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,**



**Proprietor
CS Kaushal Kumbh Agrawal
FCSNo.: 4985 C P No.: 3457
Date: 29 July 2020
Place: INDORE
UDIN: F004985B000520247**