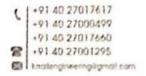


Corporate office

| 12-5-34-35/1, Vijaypuri |
| South Lallaguda |
| Secunderabad - 500-017, |
| Telangana, INDIA, |



23/05/2022

To,

The Bombay Stock Exchange, P.J Towers, Dalal Street, Mumbai- 400001.

SUB: <u>SUBMISSION OF ANNUAL SECRETARIAL COMPLIANCE REPORT IN</u>
<u>PURSUANT TO REGULATION 24A</u>

Dear Sir,

Pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Please find enclosed the ANNUAL SECRETARIAL COMPLIANCE REPORT for the Year ended March 31st, 2022.

You are requested to take the same on your records.

Thanking you

Yours Faithfully,

For K & R RAIL ENGINEERING LIMITED (Formerly Known as AXIS RAIL INDIA LIMITED)

Yavanika Singh Company Secretary cum Compliance officer

DABAS S & CO. Company Secretaries

Secretarial compliance report of K&R Rail Engineering Limited (CIN: L45200TG1983PLC082576) for the year ended 31st March 2022

To. K&R Rail Engineering Limited 12-5-34 & 35/1 Vijapuri, South Lalaguda Secunderabad TG 500017

I have examined:

- (a) all the documents and records made available to us and explanation provided by K&R Rail Engineering Limited ("the listed entity").
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March 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;



DABAS S & CO.

Company Secretaries

- (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;- (Not Applicable to the Company during the Audit Period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable to the Company during the Audit Period)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not Applicable to the Company during the Audit Period)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) (other regulations as applicable) and circulars/ guidelines issued thereunder;



DABAS S & CO. Company Secretaries

And based on the above examination, I hereby report that, during the ReviewPeriod:

- (a) The listed entity has complied with 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 in so far as it appears from my examination of those records.
- (c) There were no 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 in so far as it appears from my examination of those records.

Date: 21/05/2022 Place: New Delhi

> For Dabas S & Co. (Company Secretaries)



Sanjeev Dabas M. No: A65138, COP: 24418

UDIN: A065138D000360378