

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ☎ : 0422-2207777 Fax : 0422-2207778

29th June 2020

To

The Listing department
Bombay Stock Exchange Ltd.
1st Floor, Rotunda Buildings,
PhirozeJeejeebhoy Towers,
Mumbai-400001.

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

Dear Sir,

BSE: 532889 / NSE: KPRMILL

Sub: Annual Secretarial Compliance report for the year ended 31st March 2020

Ref: SEBI circular CIR/CFD/CMD1/27/2019 dated February 8, 2019

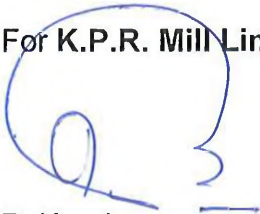
With reference to the above subject and in compliance with the circular under reference please find enclosed the Annual Secretarial Compliance Report duly signed by the Practicing Company Secretary for the year ended 31.03.2020.

Please take the same on record.

Thanking You,

Yours Faithfully,

For K.P.R. Mill Limited



P. Kandaswamy
Company Secretary

Encl: As above

**Annual Secretarial Compliance Report of M/s. K.P.R. Mill Limited for the
year ended 31.03.2020**

I, K Radhakrishnan, B.Com, ACS, Practising Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. K.P.R. Mill 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 31.03.2020 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;
- 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 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 Practising Company Secretary
--None--			

- (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 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 Practising Company Secretary, if any.
--None--				



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the previous secretarial compliance report	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
There was no observation made in the previous report for the financial year ended on 31st March 2019.				

Place: Coimbatore

Date : 27.06.2020

UDIN : A030614B000370767



Radhakrishnan

K. RADHAKRISHNAN, B.Com., ACS.,
PRACTISING COMPANY SECRETARY
ACS 30614 CP 16911.