

**KINETIC ENGINEERING LIMITED**

Regd. Office : Kinetic Innovation Park, D-1 Block,
Plot No. 18/2, H. K. Firodia Road, MIDC,
Chinchwad, Pune - 411 019. (India)

Tele. : +91-20-66142049
Fax : +91-20-66142088 / 89

CIN : L35912MH1970PLC014819

Website : www.kineticindia.com

To,
Listing Compliance Department,
BSE Limited
1st floor, P.J. Towers,
Dalal Street, Fort,
Mumbai- 400 001.

Date: 30.05.2019

Scrip Code-500240

Subject:- Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2019.

Dear Sir,

In Compliance of Regulation 24A of SEBI (LODR) Regulations, 2015 the Company has appointed M/s Dinesh Birla & Associates, Company Secretaries as Secretarial Auditor of the Company for the financial year ended on 31st March, 2019.

They have carried out the Secretarial Audit and submitted Annual Secretarial Compliance Report.

We have enclosed the Copy of the same for your record.

Thanking you,

Yours truly,

For, Kinetic Engineering Limited


Deepal Shah
Company Secretary





**DINESH BIRLA & ASSOCIATES
COMPANY SECRETARIES**

M-504, MSR Queenstown, Opp. Chinchwad Station,
Near Lokmanya Hospital,
Udyog Nagar, Chinchwad, Pune - 411033.
Mob. No. 9766693603 /7768893344
Email : csdineshbirla@gmail.com

To,
The Board of Directors
Kinetic Engineering Limited
D 1 Block, Plot No. 18/2
Chinchwad, Pune 411019.

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2018-19

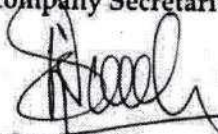
We have been engaged by Kinetic Engineering Limited (hereinafter referred to as 'the Company') bearing CIN: L35912MH1970PLC014819 whose equity shares are listed on BSE Limited (Security Code: 500240) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

For Dinesh Birla & Associates
Company Secretaries


Dinesh Birla
Proprietor
FCS: 7658, CP No. : 13029



Place: Pune
Date: 25.05.2019



*Secretarial Compliance Report of Kinetic Engineering Limited
for the year ended 31st March, 2019*

I, Dinesh Shivnarayan Birla have examined:

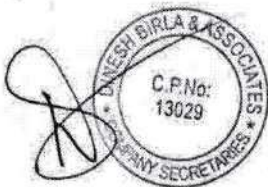
- (a) all the documents and records made available to us and explanation provided by Kinetic Engineering Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant,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

for the year ended 31st March, 2019 ("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; - Not applicable during the review period
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; Not applicable during the review period
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - Not applicable during the review period





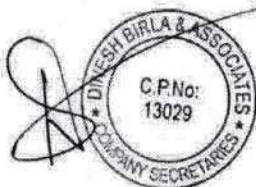
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; -Not applicable during the review period
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not applicable during the review period
- (g) Securities and Exchange Board of India (Issue and Listing of NonConvertible and Redeemable Preference Shares) Regulations, 2013; - Not applicable during the review period
- (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.
- (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.	Observation/ remarks of the Practicing Company Secretary, if any.
1.	BSE Limited	Not approached the exchange for listing of its 9,77,913 equity shares issued under preferential issue within twenty days from the date of allotment i.e. 05/02/2018	Fine of Rs. 476730.708 + Applicable taxes	The Company is yet to pay the fine amount.





**DINESH BIRLA & ASSOCIATES
COMPANY SECRETARIES**

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

Not applicable since this report is issued for the first time and hence nothing to report in this point.

**For Dinesh Birla & Associates
Company Secretaries**



**Dinesh Birla
Proprietor
FCS: 7658, CP No. : 13029**

**Place: Pune
Date: 25.05.2019**