



Ref: KCP / SHARE / RB/ 20-21/ 962020

June 9, 2020

National Stock Exchange of India Limited (NSE)
Scrip : KCP
Bandra Kurla Complex,
Bandra (E)
Mumbai-400 051

Bombay Stock Exchange Ltd (BSE)
Scrip - 590066
Floor No.25, P J Towers
Dalal Street,
Mumbai 400 001

Dear Sir /Madam,

Sub: Secretarial compliance report for the year ended 31st March, 2019
Ref: SEBI circular No. CIR/CFD/CMD1/27/2019 dated 08/02/2019

Please find attached the Secretarial compliance report of the company for the year ended 31st March, 2020 of Smt. Sobana Pranesh, Practicing Company Secretary, FCS NO. 9825, Chennai.

This is for your information and records.

Thanking you,

Yours faithfully,
For THE KCP LIMITED,

A handwritten signature in blue ink, appearing to read 'Y. Vijayakumar', with a horizontal line underneath.

Y. VIJAYAKUMAR
COMPANY SECRETARY AND
COMPLIANCE OFFICER.

THE KCP LIMITED

Registered Office: Ramakrishna Buildings, 2, Dr. P. V. Cherian Crescent, Egmore, Chennai 600 008. INDIA

Phone: + 91-44-6677 2600 Fax: + 91-44-6677 2620 E-mail: corporate@kcp.co.in

www.kcp.co.in

CIN : L65991TN1941PLC001128

Sobana Pranesh
Practising Company Secretary

Flat 3A, Lilypond
155, Baracca Road
Kilpauk, Chennai - 600010
(M): 91 98409 91159
Email: sobanapranesh@yahoo.co.in

Secretarial compliance report of THE KCP LTD. for the year ended 31/3/2020

I/We, Sobana Pranesh have examined:

- (a) all the documents and records made available to us and explanation provided by THE KCP LTD.
- (b) the filings/ submissions made by THE KCP LTD. to the stock exchanges,
- (c) website of THE KCP LTD.,

for the year ended 31/3/2020 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; (The company has not issued any capital during the year)

- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (No acquisitions & takeovers during the year)

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (No buy-back of securities during the year)

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (not applicable)

- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable)

- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (not applicable)

Sobana Pranesh

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Practising Company Secretary

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h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and based on the above examination, I/We hereby report that, during the Review Period:

(a) The KCP LTD. has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

<i>Sr.No</i>	<i>Compliance Requirement (Regulations/ circulars /guidelines including specific clause)</i>	<i>Deviations</i>	<i>Observations/Remarks of the Practising Company Secretary</i>
	nil	nil	nil

(b) The KCP LTD. has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the Company 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:

<i>Sr.No</i>	<i>Action taken by</i>	<i>Details of violation</i>	<i>Details of action taken e.g. fines, warning letter, debarment, etc.</i>	<i>Observations/remarks of the Practising Company Secretary, if any.</i>
	Sebi letter dated oct.15,2019	Delayed compliance of listing regulation 34 of SEBI (LODR) regulations. Delayed submission of annual report to the stock exchange for the year ended 31 st March 2019	Fine paid	Sebi has withdrawn its letter dated 15 th of oct, 2019 after considering the submission made by the company vide its letter dated January, 01,2020 Ref.No NSE/LIST – SOP/REG - 34/REV/98622

Sobana Pranesh

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Practising Company Secretary

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

<i>Sr.No</i>	<i>Observations of the Practising Company Secretary in the previous reports</i>	<i>Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)</i>	<i>Actions taken by the listed entity, if any</i>	<i>Comments of the Practising Company Secretary on the actions taken by the listed entity</i>
	N.A	N.A	N.A	N.A

Place: Chennai

Date: 08/06/2020

Signature: *Sobana Pranesh*

SOBANA PRANESH

Name of the Practising Company Secretary

FCS No:9825

C P No.: 2403