

The Secretary,  
M/s.BSE Ltd.,  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai – 400 001.

Ref : KEL/SEC/BSE/2021-22.  
Dated : 28<sup>th</sup> July, 2021.

Dear Sir,

Sub : Secretarial Compliance Certificate vide Reg.24(A) of SEBI (LODR)  
(Amendment) Regulations, 2018 for the year ended 31.03.2021.

Please find enclosed herewith the soft copy of Secretarial Compliance Certificate dated 26<sup>th</sup> May, 2021, issued by Shri Swaroop S., Practising Company Secretary, Bangalore, vide Reg.24(A) of SEBI (LODR) (Amendment) Regulations, 2018 for the year ended 31.03.2021, for your reference and records.

Please acknowledge receipt.

Thanking you,

Yours faithfully,  
For KELTECH ENERGIES LTD.



SHALU TIBRA  
COMPANY SECRETARY



Encl : A/A.

**COMPLIANCE OFFICER,**

Dated : 12<sup>th</sup> July, 2021.

# SWAROOP SURI AND ASSOCIATES

PRACTISING COMPANY SECRETARIES

## SECRETARIAL COMPLIANCE REPORT for the year ended March 31<sup>st</sup>, 2021

*(Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018)*

I, Swaroop Suryanarayana, Prop: Swaroop Suri and Associates, Practising Company Secretaries, having office at: 841, First Floor, 12<sup>th</sup> Main, Vinayaka Layout, Nagarbhavi 2<sup>nd</sup> Stage, Bengaluru 560072, Karnataka, India have examined:

- (a) all the documents and records made available to us and explanation provided by the Company;
- (b) the filings/ submissions made by the listed entity to the stock exchange;
- (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 March 31, 2021 ("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 applicable to the Company, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

1. SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
2. SEBI (Procedure for Board Meetings) Regulations, 2001
3. SEBI (Central Database of Market Participants) Regulations, 2003
4. SEBI (Ombudsman) Regulations, 2003
5. SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003
6. SEBI (Regulatory Fee on Stock Exchanges) Regulations, 2006
7. SEBI (Investor Protection and Education Fund) Regulations, 2009
8. SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
9. SEBI {KYC (Know Your Client) Registration Agency} Regulations, 2011
10. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
11. SEBI (Prohibition of Insider Trading) Regulations, 2015
12. SEBI (Settlement Proceedings) Regulations, 2018
13. SEBI (Appointment of Administrator and Procedure for Refunding to the Investors) Regulations, 2018
14. SEBI (Depositories and Participants) Regulations, 2018  
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
1.	Regulation 23(9) of SEBI (LODR) Regulations, 2015.	Non-compliance with disclosure of related party transactions on consolidated basis.	The Company was not required to submit the disclosure as the transactions with related parties do not cross the threshold limit mentioned in the said Regulation.

- (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 default	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary, if any.
1.	M/s.BSE Ltd., Mumbai.	Regulation 23(9) of SEBI (LODR) Regulations, 2015.  Non-compliance with disclosure of related party transactions on consolidated basis.	The Company was not required to submit the disclosure as the transactions with related parties do not cross the threshold limit mentioned in the said Regulation.	Noted by the Secretarial Auditor.



(d) The listed entity has taken the following actions to comply with the observations made in previous reports: Not Applicable

Place : Bengaluru  
Date : 26-05-2021  
UDIN: F008977C000371889



For Swaroop Suri and Associates  
Company Secretaries

A handwritten signature in blue ink, appearing to be "Swaroop S.", written over a horizontal line.

Swaroop S.  
Proprietor  
FCS No. 8977 CP No. 9997