



Kridhan Infra Limited

30th June, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Ref: Scrip Code 533482

To,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400051.
Ref: Symbol: KRIDHANINF

**Subject: Annual Secretarial Compliance Report of the Company
for the year ended March 31, 2019.**

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

Dear Sir,

With reference to the SEBI circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed Annual Secretarial Compliance Report duly signed by the Practicing Company Secretaries for the year ended March 31, 2020.

Please take the above information on record.

Thanking You,

Yours Truly,

For **Kridhan Infra Limited**



Anil Agrawal

Managing Director

DIN: 00360114

Encl: As above



Rinkesh Gala & Associates

Practicing Company Secretaries

SECRETARIAL COMPLIANCE REPORT OF KRIDHAN INFRA LIMITED FOR THE YEAR ENDED MARCH 31, 2020

(Pursuant to SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019
read with SEBI's Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019)

We, **Rinkesh Gala & Associates**, Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by **Kridhan Infra Limited** (CIN: L27100MH2006PLC160602) ("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 March 31, 2020 ("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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back 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);**



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- (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) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (j) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agent) Regulations, 1993;
- (k) Securities and Exchange Board of India (Stock Brokers and Sub-Brokers) Regulations, 1992; **(Not applicable to the Company during the Audit Period)**;

and circulars/ guidelines issued thereunder; and based on the above examination and considering the various relaxations granted by the Securities and Exchange Board of India in the wake of spread of COVID-19 pandemic, we 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 Practicing Company Secretary
1.	The Company is required to submit Annual Audited Financial Results for the financial year under regulation 33 of SEBI (LODR) 2015, to the stock exchange(s) within Sixty days from the end of the financial year	Non-submission Annual Audited Financial Results for the fourth quarter and year ended March 31, 2019, within the stipulated period.	The Company was required to submit the Annual Audited Financial Results for the fourth quarter and year ended March 31, 2019 within 30 minutes of the Board Meeting dated May 29, 2019. However, the Company submitted the same on August 16, 2020.
2.	The Company is required to submit a quarterly compliance report on corporate governance within	Non-submission of report on corporate governance for the fourth quarter ended	The Company was required to submit report on corporate governance for the



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	fifteen days from close of the quarter	March 31, 2019.	fourth quarter ended March 31, 2019 on or before April 15, 2019. However, the Company submitted the same on April 16, 2020.
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(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/our 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 Practicing Company Secretary, if any.
1.	BSE Limited (BSE)	Non-submission Financial Results for the quarter ended 31 st March, 2019 within the stipulated period under regulation 33 of SEBI (LODR) 2015.	Fine of Rs. 3,20,000 + 18% GST for the quarter ended 31 st March, 2019.	The Company has made full payment of fine to the BSE Ltd.
2.	National Stock Exchange of India Ltd (NSE)	Non-submission Financial Results for the quarter ended 31 st March, 2019 within the stipulated period under regulation 33 of SEBI (LODR) 2015.	Fine of Rs. 90,000 + 18% GST for the quarter ended 31 st March, 2019.	The Company has made full payment of fine to the NSE.
3.	National Stock Exchange of India Ltd (NSE)	Non-submission of report on corporate governance for the fourth quarter ended March 31, 2019.	Fine of Rs. 2,360 for the quarter ended 31 st March, 2019.	The Company has made full payment of fine to the NSE.



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

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

for **Rinkesh Gala & Associates**
Practising Company Secretaries

Rinkesh Gala
Proprietor
ACS No.42486 | C.P. No.20128

UDIN: A042486B000530481

Date: July 30, 2020

Place: Mumbai