



KELLTON TECH SOLUTIONS LIMITED.

Hyderabad, May 29th 2019

To,

The Bombay Stock Exchange Limited P.J. Towers, Dalal Street, Mumbai-400 001 Fax No: 022-22722037/39/41/61	The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai -400 051 Fax No: 022-26598237/38
Scrip Code: 519602	Scrip Code: KELLTONTEC

Dear Sir/Ma'am,

Sub: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2019, under Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015.

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find attached the Annual Secretarial Compliance Report from Practicing Company Secretary for the year ended March 31,2019.

Kindly take this on record and acknowledge.

Thanking you,

For Kellton Tech Solutions Limited



Ahsan Ajani
Company Secretary & Compliance Officer
M. No: 47596

COMPANY SECRETARY IN PRACTICE

**SECRETARIAL COMPLIANCE REPORT OF
KELLTON TECH SOLUTIONS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2019**

I / We, Mr. Venkata Satya Sesa Suryanarayana Rao Nedunuri, have examined:

- A. all the documents and records made available to us and explanation provided by Kellton Tech Solutions 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;
- 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;
(not attracted during year under review)
- E. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
(not attracted during year under review)
- F. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
(not attracted during year under review)



- G. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
(not attracted during year under review)
- H. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- I. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
and circulars/ guidelines issued thereunder;

and based on the above examination, I ~~/-~~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:-

S. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations / remarks of the Practicing Company Secretary
01	Regulation 46 (2) (q) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	The listed entity has published the items set out under sub-regulation (1) of regulation 47 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the newspapers. However, the newspaper publications have not been hosted on the website of listed entity.	Although the items set out under sub-regulation (1) of regulation 47 have been published in the newspaper, the newspaper publications are also to be disseminated on the website of the listed entity, in terms of Regulation 46 (2) (q) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- 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:

S. 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.
NIL	NIL	NIL	NIL	NIL



D. The listed entity has taken the following actions to comply with the observations made in previous reports:

S. 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	NIL

Signature: _____

N.V.S.S. SURYANARAYANA RAO

ACS Number: **5868**

Certificate of Practice Number: **2886**

Place: Hyderabad

Date: 28th May, 2019

