

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

Date: July 31, 2020

To
The Manager - Corporate Relationship Department
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Fort, Mumbai- 400 001
Maharashtra, India

Scrip Code: 500240

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2020.

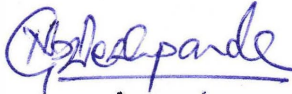
Reference Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the Regulation 24A of the SEBI (LODR) Regulations, 2015 read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019; please find enclosed the Annual Secretarial Compliance Report issued by Dinesh Birla & Associates, Company Secretaries, for the financial year ended March 31, 2020.

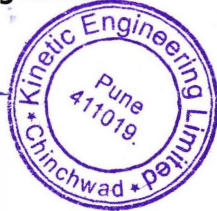
This is for your information and records.

Thanking you,
Yours sincerely,

For Kinetic Engineering Limited



Nikhil Deshpande
Company Secretary



Encl: As above.



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 2019-20

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
Shivnarayan
Birla

Digitally signed by
Dinesh Shivnarayan Birla
Date: 2020.07.31
18:38:02 +05'30'

Dinesh Birla
Proprietor

FCS: 7658, CP No. : 13029

UDIN: F007658B000541048

Place: Pune

Date: 31.07.2020



*Secretarial Compliance Report of Kinetic Engineering Limited
for the year ended 31st March, 2020*

I, Dinesh Shivnarayan Birla have examined:

- (a) all the documents and records made available to us by way of email in view of the prevailing pandemic situation of COVID-19 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, 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; - **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 Non Convertible 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, except in respect of matter referred below :

S.N.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Detail of Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 30 of the SEBI (LODR), Regulations, 2015	Delay in Intimation of cessation by two Independent Directors.	Two Independent Directors ceased their directorship on 31 st March, 2019 due to end of their tenure of 5 years. The Company has intimated the same to BSE on 15 th April, 2019.

- (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.
-	-	-	-	-

- (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
1.	The Company is yet to pay the fine amount of Rs. 476730.708 +Applicable taxes imposed by BSE for 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	2018-19	The Company had filed a petition with the SEBI for condonation of delay and SEBI has condone the delay vide its order dated 5 th Feb. 2020.	The company took a corrective action during the period under review and in process of listing of the shares with BSE. The actions taken by the company are satisfactory.

For Dinesh Birla & Associates
Company Secretaries

Dinesh
Shivnarayan
Birla

Digitally signed by
Dinesh Shivnarayan Birla
Date: 2020.07.31
18:38:34 +05'30'

Dinesh Birla,
Proprietor

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Date: 31.07.2020