

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

Ref : KEL/SEC/BSE/2022-23.
Dated : 28th May, 2022.

Dear Sir,

Sub : Secretarial Compliance Certificate vide Reg.24(A) of SEBI (LODR)
(Amendment) Regulations, 2018 for the year ended 31.03.2022.

Please find enclosed herewith the soft copy of Secretarial Compliance Certificate dated 20th April, 2022, issued by Shri Swaroop S., Practising Company Secretary, Bangalore, vide Reg.24(A) of SEBI (LODR) (Amendment) Regulations, 2018 for the year ended 31.03.2022, for your reference and records.

Please acknowledge receipt.

Thanking you,

Yours faithfully,
For KELTECH ENERGIES LTD.


SHALU TIBRA
COMPANY SECRETARY



Encl : A/A.

SWAROOP SURI AND ASSOCIATES

PRACTISING COMPANY SECRETARIES

To,
The Members
Keltech Energies Limited,
CIN: L30007KA1977PLC031660
'Embassy ICON', VII Floor, No. 3, Infantry Road, Bengaluru - 560001

Sir/ Madam,
Annual Secretarial Compliance Report for the Financial Year 2021-22

I have been engaged by Keltech Energies Limited having CIN L30007KA1977PLC031660 whose equity shares are listed on BSE Limited (Security Code: 506528, ISIN: INE881E01017), 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, relevant circulars /guidelines issued thereunder 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, relevant circulars/ guidelines issued there under from time to time and issue a report thereon.

We have conducted our Audit based on the records and information made available to us and in accordance with ICSI Guidance Note on Annual Secretarial Compliance Report 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.

Place : Bengaluru
Date : 20.04.2022



For Swaroop Suri and Associates
Company Secretaries


Swaroop S
Proprietor

FCS No. 8977 CP No. 9997

SWAROOP SURI AND ASSOCIATES

PRACTISING COMPANY SECRETARIES

SECRETARIAL COMPLIANCE REPORT for the year ended March 31st, 2022

(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, 12th Main, Vinayaka Layout, Nagarbhavi 2nd Stage, Bengaluru 560072, Karnataka, India have examined:

- all the documents and records made available to us and explanation provided by the Company;
- the filings/ submissions made by the listed entity to the stock exchange;
- website of the listed entity;
- any other document/ filing, as may be relevant, which has been relied upon to make this certification;

For the year ended March 31, 2022 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

- SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
- SEBI (Procedure for Board Meetings) Regulations, 2001
- SEBI (Central Database of Market Participants) Regulations, 2003
- SEBI (Ombudsman) Regulations, 2003
- SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003
- SEBI (Regulatory Fee on Stock Exchanges) Regulations, 2006
- SEBI (Investor Protection and Education Fund) Regulations, 2009
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- SEBI {KYC (Know Your Client) Registration Agency} Regulations, 2011
- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- SEBI (Prohibition of Insider Trading) Regulations, 2015
- SEBI (Settlement Proceedings) Regulations, 2018
- SEBI (Appointment of Administrator and Procedure for Refunding to the Investors) Regulations, 2018
- 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;
- (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) There are no 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;
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable**

Place : Bengaluru
Date : 20-04-2022
UDIN: F008977D000170798



For Swaroop Suri and Associates
Company Secretaries

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

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