

Secretarial Compliance Report of
KCL Limited
For the year ended 31st March, 2022

We, Vikas Verma & Associates, Whole time Practice Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **KCL 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, 2022 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 for the period under review)**
- (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 applicable for the period under review)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable for the period under review)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable for the period under review)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable for the period under review)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

Office Address:- B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi - 110001

Firm Registration No:- **P2012DE081400**, Udyog Aadhaar Number:- **DL03D0019626**

GST No.:- **07AAOFV2342L1ZR**, Peer Review Certificate No. **899/2020**

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(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, 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.	Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	There has been delay in submission of quarterly financial results for the periods are as follows: 30 th June, 2021 30 th September, 2021 31 st December, 2021	<ul style="list-style-type: none"> Results for period ended 30th June, 2021 has been Submitted on 01st February, 2022 Results for period ended 30th September, 2021 has been Submitted on 01st February, 2022 Results for period ended 31st December, 2021 has been Submitted on 03rd March, 2022
2.	In pursuant to Schedule B of the SEBI (Prohibition of Insider Trading) Regulations 2015	Company has not filed with stock exchange intimations for Closure of trading window.	Company has not filed with stock exchange intimations for closure of trading window during financial year 2021-22.

(b) Except as mentioned above, 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, if any	Observations/ remarks of the Practicing Company Secretary, if any.
1	MSEI Limited	Non-Compliance with the provisions of Reg.33 - Declaration of financial results for quarters as follows: 30 th June, 2021 30 th September, 2021 31 st December, 2021	MSEI Imposed fine of Rs. 15,57,000	Company was requested to MSEI (stock exchange) for waiver of such fine and the stock exchange accepts the request of the company for waiver of fine for period 30 th June, 2021, 30 th September, 2021 and 31 st December, 2021 vide Email Dated 23.05.2022.

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

For and on behalf of
Vikas Verma and Associates
Company Secretaries
(FRN: P2012DE081400)



Vikas Kumar Verma

Place: New Delhi
Date: 30.05.2022
UDIN: F009192D000428811

Vikas Kumar Verma
(Managing Partner)
M No. : F9192
COP No.: 10786