



KISAN MOULDINGS LIMITED



Regd. Off.: "Tex Center", K-wing, 3rd Floor, 26 'A' Chandivli Road, Off Saki Vihar Road,
Andheri (East), Mumbai - 400 072 • Tel : 022 - 4200 9100, 4200 9200 • Fax : 28478508
E-mail : customer-care@kisangroup.com • Website : www.kisangroup.com

CIN: L17120MH1989PLC054305

May 28, 2022

To,
BSE Limited
The Department of Corporate Services
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Sub.: Submission of Annual Secretarial Compliance Report for the Financial Year ended March 31, 2022

In compliance with the provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Secretarial Compliance Report for the Financial Year ended March 31, 2022 issued by the Secretarial Auditors of the Company i.e. M/s. AVS & Associates, Company Secretaries in Practice, Navi Mumbai.

Kindly take the above on record.

Thanking You,
Yours faithfully,

For KISAN MOULDINGS LIMITED

Vijay
Indukumar
Joshi

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Vijay Indukumar Joshi
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Vijay Joshi
Company Secretary

Encl.: As above



AVS & ASSOCIATES

Company Secretaries (Peer Reviewed Firm)

Regd. Office: 1703, G-Square Business Park, Sector 30A, Near Sanpada Railway Station,
Sanpada, Navi Mumbai -400703, Maharashtra, India

Email: info@avsassociates.co.in

Tel: 022-35119443 /35119444

Secretarial Compliance Report of Kisan Mouldings Limited for the year ended March 31, 2022

We, AVS & Associates have examined:

- a) All the documents and records made available to us and explanations provided by **Kisan Mouldings Limited ("the Listed Entity" or "the Company")**,
- b) the filings/submissions made by the listed entity to the stock exchanges i.e. **BSE limited ('BSE')**,
- 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, 2022 ("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 to the Company during the review period**);
- 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 to the Company during the review period**);
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014/
Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not applicable to the Company during the review period**);

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- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008/Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the Company during the review period);**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013/Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the Company during the review 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;
- and circulars/ guidelines issued thereunder applicable to the listed entity.

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 matter specified below:-

No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Submission of Quarterly Financial Results as per Regulation 33(3) of SEBI (LODR) Regulations, 2015	Delay in submission of Quarterly Financial Results of the Company to the stock exchange for the quarter ended September 30, 2021	Delay of 40 days has been noticed in submission of quarterly financial results of the Company for quarter ended September 30, 2021 to the Stock Exchange.
2	Requirement of minimum number of Directors as per Regulation 17(1)(c) of SEBI (LODR) Regulations, 2015.	Failure to comply with minimum number of directors on the board of company.	Due to resignation of Mr. Narendra Kumar Poddar, Independent Director of the Company w.e.f. March 7, 2022, there is shortage of one director on the board for few days under regulation 17(1)(c) of SEBI (LODR) Regulations, 2015 during the review period. However, as on date of issue of this report, the requirement of the said regulation is not applicable to the Company.

- 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 our examination of those records.

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- 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 during the review period:

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	Delay in submission of Quarterly Financial Results to the BSE for quarter ended September 30, 2021 by the Company.	BSE vide its email dated December 14, 2021 has imposed fine of Rs.1,45,000/- (excluding GST) on the Company for Non-Submission of Financial Result for the quarter ended September 30, 2021.	The Company has submitted its financial results for the quarter ended September 30, 2021 to BSE on December 25, 2021 with the delay of 40 days. Further, the Company has made an application to BSE to condone the said delay occurred in submission of aforesaid financial results, on which the Company awaiting a reply from BSE till the date of issue of this report.

- d) The listed entity has taken the following actions to comply with the observations made in previous reports for the financial year ended March 31, 2021:

No.	Observations of the Practicing Company Secretary in the previous report for the year ended 31.3.2021	Observations made in the secretarial compliance report for the year ended 31.3.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Defaults has been made in the repayment of interest/installment of loans or revolving facilities like cash credit, bank overdraft etc. availed from Banks and/or Financial Institutions by the Company and disclosures of such defaults as per SEBI circular SEBI/HO/CFD/CM D1/CIR/P/2019/140	Defaults has been made in the repayment of interest/installment of loans or revolving facilities like cash credit, bank overdraft etc. availed from Banks and/or Financial Institutions by the Company and disclosures of such defaults as per SEBI circular	The Company has accepted the said delay and given necessary explanations in its Board Report for the year ended March 31, 2021 stating that, due to pendency on reconciliation/ confirmation on amounts of defaults on account of outbreak	The Company has submitted requisites disclosures w.r.t. defaults in repayment of interest/installment of loans or revolving facilities like cash credit, bank overdraft etc. availed from Banks and/or Financial Institutions in delay to the stock exchange. Further, reasons for the said delays provided in

	<p>dated November 21, 2019 for April 2020, May 2020 & June 2020 has not been made within 24 hours from 30th day of such default by company to the stock exchange.</p>	<p>SEBI/HO/CFD/CMD 1/CIR/P/2019/140 dated November 21, 2019 for April 2020, May 2020 & June 2020 has not been made within 24 hours from 30th day of such default by company to the stock exchange.</p>	<p>COVID-19 pandemic, nationwide lockdown was imposed. Hence the Company was forced to close its Registered Office at Mumbai and temporarily shut down all plants and other offices of the Company and the Company has resumed the operations at the Registered Office and other branch offices with minimum number of permitted employees. Hence, the Company could not submit disclosures on defaults on payment of interest/repayment of principal amount on loans for the period April 2020, May 2020 & June 2020 pursuant to SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21, 2019 on due date.</p>	<p>the Board Report for the year ended March 31, 2021 be and is hereby noted by us.</p>
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2	<p>Company was required to submit Quarterly Financial Results for quarter ended 30th June, 2020 till 15th September, 2020(vide SEBI Circular SEBI/HO/CFD/CM D1/CIR/P/2020/140 dated July 29, 2020). But the Company submitted the same to stock exchange as on October 31, 2020. So the Company has made delay of 46 days in submission of its quarterly financial results for quarter ended June 30, 2020 to stock exchange.</p>	<p>Company was required to submit Quarterly Financial Results for quarter ended 30th June, 2020 till 15th September, 2020(vide SEBI Circular SEBI/HO/CFD/CM D1/CIR/P/2020/140 dated July 29, 2020). But the Company submitted the same to stock exchange as on October 31, 2020. So the Company has made delay of 46 days in submission of its quarterly financial results for quarter ended June 30, 2020 to stock exchange.</p>	<p>The Company has accepted the said delay and given necessary explanations in its Board Report for the year ended March 31, 2021 stating that, the Registered Office of the Company at Mumbai and other branch offices were allowed to operate with minimum number of permitted employees due to outbreak of COVID-19 pandemic, the Company was not able to complete the finalization of the Unaudited Financial Results for the first quarter ended June 30, 2020 on due date and thus there was delay in submission of the said results with the stock exchange. The Company had filed application vide letter dated October 21, 2020 for waiver of fine imposed by BSE for the said delay which was approved by BSE vide its email dated December 09, 2020.</p>	<p>The Company has accepted the delay occurred in submission of financial result for the quarter ended 30th June, 2020. Further, reasons for the said delays provided in the Board Report for the year ended March 31, 2021 be and is hereby noted by us.</p>
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3	The Company was not in compliance with the requirement of minimum number of Directors under Regulation 17(1) (c) of SEBI (LODR) Regulations, 2015 for some period during the year under review.	The Company was not in compliance with the requirement of minimum number of Directors under Regulation 17(1) (c) of SEBI (LODR) Regulations, 2015 for some period during the year under review.	During the said period, the Company was in search of an appointment of suitable Director on the Board of the Company to comply with the aforesaid provisions. However, the Company has complied with the said provisions as on March 31, 2021.	The Company has taken necessary actions and complied with the provisions of Regulation 17(1) (c) of SEBI (LODR) Regulations, 2015 as on March 31, 2021.
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Place: Navi Mumbai
Date: May 27, 2022

For AVS & Associates
Company Secretaries

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Vijay Yadav
Partner
Membership No: A39251
CP No: 16806
Peer Review No: 1451/2021
UDIN: A039251D000410591