



Enriching Lives

## KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

SEC/ F: 20

June 16, 2020

**BSE Scrip Code – 500241)**

**BSE Limited**

Corporate Relationship Department,  
2<sup>nd</sup> Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai-400001**

**(NSE Symbol - KIRLOSBROS)**

**National Stock Exchange of India Ltd.,**

5<sup>th</sup> Floor, Exchange Plaza,  
Bandra (East)

**Mumbai – 400 051**

Dear Sirs,

**Sub.: Annual Secretarial Compliance Report for the Year ended on March 31, 2020.**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we enclose herewith Annual Secretarial Compliance Report for the year ended on March 31, 2020, issued by Mr. S.D. Limaye, Company Secretary, Pune.

Due to temporary closure of our offices in view of COVID-19, we are unable to submit the signed version of this letter and therefore, submitting the same in Sd/- mode.

Kindly take the above on your record.

Yours faithfully,

For **KIRLOSKAR BROTHERS LIMITED**

Sd/-

**Sandeep Phadnis**

**Company Secretary**

**Encl: As above**



**SECRETARIAL COMPLIANCE REPORT**

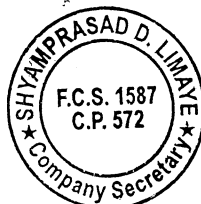
**Kirloskar Brothers Limited**  
**(CIN: L29113PN1920PLC000670)**  
**for the year ended 31<sup>st</sup> March, 2020**

I, Shyamprasad D. Limaye, Practising Company secretary have examined, subject to limitation of physical interaction and verification of records caused by Covid-19 Pandemic lock down;:

- (a) all the documents and records Maintained by **Kirloskar Brothers Limited** (“the listed entity”), and explanation provided by 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,
- (e) any declaration made by directors of the Company.

for the year ended 31<sup>st</sup> March, 2020 in respect of compliance with the provisions of :

- 1) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 2) 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”); including
  - (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;
  - (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
  - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (i) and circulars / guidelines issued thereunder;



and based on the above examination, I hereby report that, during the Review Period:

- a. The listed entity has maintained proper records under the provisions of the above Regulations, circulars and guidelines issued thereunder insofar as it appears from my examination of those records.
- b. No actions are 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, circulars and guidelines issued thereunder:
- c. The listed entity has complied with the provisions of the above Acts, Regulations and circulars/ guidelines, including SEBI circular CIR/CFD/CMD1/114/2019 dated 18/10/2019 in respect of appointment of Auditor, to the extent applicable.

There were no observations in the report for the previous year and therefore no actions were desired to be taken by the listed entity.

Place : Pune

Date : 08<sup>th</sup> June, 2020

UDIN : F001587B000324613



A handwritten signature in black ink, appearing to read "Shyamprasad D. Limaye".

Shyamprasad D. Limaye

F.C.S 1587 C.P 572

**Practicing Company Secretary**