

PANKAJ & ASSOCIATES
Company Secretaries

Pankaj S Desai
B.Com (Hons), A.C.S., A.C.A.
PAN :- AADPD1728R

Office: - 505 / Panchsheel-4/B
Raheja Township,
Malad (East),
Mumbai-400 097,
Tel Off: - 7208057109
Cell:- 9322298917
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Annex-A

Secretarial compliance report of KESAR PETROPRODUCTS LTD. for the year ended 31st March, 2019.

I have examined:

- (a) all the documents and records made available to us and explanation provided by **KESAR PETROPRODUCTS LTD.** ("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, 2019 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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- (No instances for compliance requirements during the year);
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- (No instances for compliance requirements during the year);
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- (No instances for compliance requirements during the year);



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 (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013 (**No instances for compliance requirements during the year**);
 (i) 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 matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
Not Applicable			

(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/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 E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
Not Applicable				



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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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
For PANKAJ & ASSOCIATES Company Secretaries		Not Applicable		

Pankaj S Desai
 PANKAJ DESAI
 COP. No. 4098

Pankaj S. Desai
 Practicing Company Secretary:
 ACS No.: 3398
 C. P. No.: 4098



Place: Mumbai
 Date: 27.05.2019