

**SECRETARIAL COMPLIANCE REPORT OF SRI KRISHNA  
CONSTRUCTIONS (INDIA) LIMITED FOR THE YEAR ENDED 31.03.2019**

I Md Saddam Hussain, Practising Company Secretary have examined all the documents and records made available to us and explanation provided by **SRI KRISHNA CONSTRUCTIONS (INDIA) LIMITED** having registered office at No.224, 3rd Floor, SS Complex 14th Cross, Sampige Road, Malleshwaram Bangalore 560003 Karnataka India and being CIN L45201KA2005PLC037848 ("the listed entity") and all the filings/ submissions made by the listed entity to the stock exchanges, website of the listed entity, any other document/ filing, as may be relevant, which has been relied upon to make this certification for the financial year ended 31<sup>st</sup> March, 2019 ("1<sup>st</sup> April, 2018 to 31<sup>st</sup> 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) 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;

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- (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) circulars/ guidelines issued thereunder;

Based on the above examination, I/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 46 Of SEBI (LODR)	N/A	Website is in upgradation/modification stage, therefore, I was unable to check the same.

- (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.
1	BSE	<b>Regulation 17(1):</b> Non-Compliance with the requirements pertaining to the composition of the Board Including Failure to appoint women director.	Fine levied by BSE amount of Rs. 542,800.	Company paid the fine and comply with the regulation.



2	BSE	<b>Regulation 20(2):</b> Non-Compliance with the constitution of stakeholder relationship committee	Fine levied by BSE amount of Rs. 217,120.	Company paid the fine and comply with the regulation.
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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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
N/A				

Place: Bangalore  
Date: 29.05.2019

For MSH & ASSOCIATES  
COMPANY SECRETARIES  
(Md Saddam Hussain)  
P Company Secretary (0348)  
ACS No.: 54362  
C P No.: 20348