

To,  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai (M.H.)  
400 001

28<sup>th</sup> June, 2021

**Subject: Submission of Annual Secretarial Compliance report for the year ended 31<sup>st</sup> March, 2021.**

**Scrip Code: 533210**

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, read with SEBI circular CIR/CFD/CMD1/27/ 2019 dated 8th February, 2019, we hereby enclose the Annual Secretarial Compliance Report of the Company issued by Practicing Company Secretary for the year ended 31<sup>st</sup> March, 2021.

This is for your information and record.

Thanking you.

Yours Faithfully

For Kriti Nutrients Limited



Swati Tiwari  
Company Secretary & Compliance Officer

## Kriti Nutrients Ltd.

Corporate office:  
Brilliant Sapphire, 801-804, 8th Floor, Plot No. 10,  
Sch. 78-II, Vijay Nagar, Indore – 452 010 (M.P.) INDIA

Registered Office:  
Mehta Chamber, 34 Siyaganj,  
Indore – 452007 (M.P.) INDIA

Factory:  
Industrial Area No. 3, AB Road,  
Dewas (MP) INDIA

Tel.: +91-731-271 9100  
E-mail: info@kritiindia.com  
CIN: L24132MP1996PLC011245

**Secretarial Compliance report of  
Kriti Nutrients Limited  
For the financial year ended 31<sup>st</sup> March, 2021**

**I Ajit Jain, proprietor at Ajit Jain & Co. Practicing Company Secretaries of Indore**  
have examined:

- (a) all the documents and records made available to us and explanation provided by **Kriti Nutrients Limited** ("the listed entity"), having **CIN L24132MP1996PLC011245, scrip code: 533210** read with relevant disclaimers given hereunder:
- (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 upto make this certification,

for the financial year starting from **01<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2021**  
("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;
- (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;

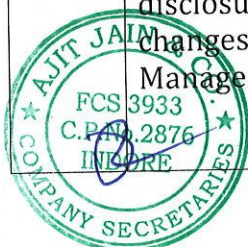


- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) (other regulations as applicable) 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
1.	Regulation 23 (9) of SEBI (LODR) Regulations, 2015, Company is required to file the details of related party transactions on half yearly basis.	There was mismatch in amounts of Related party transactions in various transactions held as disclosed in the information /explanation/ details /statement of accounts provided for the Financial Year Ended 31.03.2021 with that of the details of the Related Party Transactions disclosed at BSE pursuant to Regulation 23(9) of SEBI (Listing Obligation and Disclosure Requirement) 2015.	The Company is advised to take appropriate actions.
2.	Regulation 30 (1) of SEBI (LODR) Regulations, 2015, Company disclosure related to changes in Key Managerial Person.	Disclosure for Appointment and Resignation of Chief Financial Officer was made on 29.10.2020 within 48 hrs. Instead of 24 hrs. as specified under LODR	The delay in reporting beyond 24 hours: however not appears as material in the given circumstances.





- (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.
.....NIL.....				

- (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.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Disclosure under Regulation 27(2) of SEBI listing obligation and Disclosure Requirement, 2015 regarding mismatch of some related party transactions details filed in the Corporate Governance Report and Financial Statements	31 <sup>st</sup> March 2020	No	The Company is advised to take appropriate actions.
2.	Disclosure under Regulation 30(6) of SEBI listing obligation and Disclosure Requirement, 2015 related to changes in Key Managerial Personnel in respect of	31 <sup>st</sup> March 2020	N.A.	-----



	<p>a. Resignation of Mr. Bhuvnesh Prabhakar Shashtri with effect from 24.04.2019</p> <p>b. Appointment of Mr. Chandrashekaran Bhaskar w.e.f 16.05.2019</p> <p>c. Appointment of Company Secretary and Compliance Officer Mr. Sachin Updhayay w.e.f 02.11.2019 has been disclosed /reported beyond 24 hours without reporting any reason of such delay</p>			
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**Place: Indore**  
**Date: 24.06.2021**



**FOR AJIT JAIN & COMPANY**  
**(Practicing Company Secretaries)**

*A. K. Jain*

**AJIT JAIN (Proprietor)**  
**FCS No.:3933**  
**C P No.: 2876**  
**UDIN.: F003933C000508030**