



**KRISHNA**  
V E N T U R E S  
CREATING FOUNDATIONS

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Date: June 16, 2022

The Manager  
The Corporate Relationship Department  
Bombay Stock Exchange Limited  
P.J. Towers, Dalal Street,  
Mumbai – 400001

**Name of Scrip: Krishna Ventures Limited**  
**Scrip Code: 504392**

Dear Sir/Madam,

**Sub: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2021**

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached Annual Secretarial Compliance Report of the Company for the year ended March 31, 2021, given by M/s SCP & Co., Practicing Company Secretaries.

Kindly acknowledge the receipt.

Thanking you.  
Yours faithfully,

For **Krishna Ventures Limited**

**(NEERAJ GUPTA)**  
Managing Director  
DIN: 07176093

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Company Secretaries

## SECRETARIAL COMPLIANCE REPORT OF KRISHNA VENTURES LIMITED FOR THE YEAR ENDED MARCH 31, 2021

*[Under Regulation 24(A) of Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation 2015]*

We SCP & CO. have examined:

- all the documents and records made available to us and explanation provided by Krishna Ventures Limited ("the listed entity") having CIN: L45400MH1981PLC025151
- 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 year ended March 31, 2021 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**



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- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the Audit Period)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the Audit Period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories & Participants) Regulation, 2018 (To the extent applicable)

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 matters specified below:

Sr. No.	Compliance Requirement (Regulations/circulars/ guidelines/ including specific clause)	Deviation	Observations/ Remarks of the Practicing Company Secretary
1	<p><b><u>Regulation 13 (3) - Statement of Investor complaints of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:</u></b></p> <p>Every listed company shall require to file with Stock exchange a statement of Investor Complaints under Reg 13(3) of SEBI (LODR) Regulations, 2015 within 21 days from the end of the quarter.</p>	<p>Statement of Investor Complaints for the quarter ended 30<sup>th</sup> June 2020 has submitted to the stock exchange beyond 21 days from the end of the quarter.</p>	<p>The Company has not complied with the provision of Regulation 13(3) of the SEBI (Listing Obligation &amp; Disclosure Requirements) with respect to the submission of Statement of Investor Complaints within 21 days from the end of the quarter of 30<sup>th</sup> June 2020 to the stock exchange i.e. till 21<sup>st</sup> July 2020. The said Statement of Investor Complaints for the quarter ended 30<sup>th</sup> June 2020 were submitted by</p>

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Reg. Office: A- 302, Old Ashok Nagar, Vazira Naka, L.T. Road, Borivali west, Mumbai 400091  
Branch Office: 26, Gayatri Industrial Estate, Navghar Vasai (E), Palghar- 401210  
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			the Company on July 23, 2020.
2	<p><b><u>Regulation 31 (1) (b)- Shareholding Pattern of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:</u></b></p> <p>Every listed entity shall submit to the stock exchange(s) a statement showing holding of securities and shareholding pattern separately for each class of securities, Within 21 days from the end of the quarter</p>	Shareholding Pattern for the quarter ended September 30, 2020, has submitted to the stock exchange beyond 21 days from the end of the quarter.	The Company has not complied with the provision of regulation 31(1)(b) of the listing regulations with respect to the submission of Shareholding pattern to the stock exchange within the 21 days from the end of the quarter of 30 <sup>th</sup> September 2020. The Company has submitted Shareholding Pattern to the Stock Exchange on October 22, 2020
3	<p><b><u>Clause 4 of Schedule B of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015</u></b></p> <p>Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results</p>	The Company have not closed its Trading window for dealing in the Company's securities from the end of every quarter till 48 hours after the declaration of financial results.	The company has closed its trading window for dealing in the Company's securities from the intimation of Board Meeting Notice till 48 hours after the declaration of financial results for all four quarters of the financial year 2020-2021.
4	<p><b><u>Reg. 74(5) of the SEBI (Depositories and Participants) Regulations, 2018</u></b></p> <p>Within fifteen days of receipt of the certificate of security from the participant, the listed entity shall send a certificate under the said regulation to the Stock Exchange where security is listed.</p>	The company has not complied under Reg 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 for the first three quarters of the financial year 2020-2021.	The Company has not given the said certificate under Reg 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 to the stock exchange for the quarter ended on 30 <sup>th</sup> June 2020 & 30 <sup>th</sup> September 2020. For the quarter ended on 31 <sup>st</sup> December 2020 the company has intimated

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			to the Stock Exchange for the said certificate on 17 <sup>th</sup> March, 2021 for which due date was within 15 days from the receipt of the certificate dated January 13, 2021 from the participant.
5	<p><b><u>Regulation 23(9) Related Party Transaction of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:</u></b></p> <p>Every listed entity shall submit to the stock exchange(s) within 30 days from the date of publication of its standalone and consolidated financial results for the half year, disclosures of related party transactions on a consolidated basis, in the format specified in the relevant accounting standards for annual results to the stock exchanges and publish the same on its website.</p>	The Company has not given disclosure of Related Party Transaction as per Regulation 23(9) for the quarter ended September 30, 2020 to the stock exchange.	Disclosure of Related Party Transactions on a consolidated basis was to be submitted on or before December 08, 2020 for the half year ended September 30, 2020. The same was submitted by the Company on 26 <sup>th</sup> February 2022.
6	<p><b><u>Reg. 76 of the SEBI (Depositories and Participants) Regulations, 2018</u></b></p> <p>Every listed Entity shall require to submit Reconciliation of Share Capital Audit Report on a quarterly basis to the stock exchanges within 30 days from the end of the quarter.</p>	Late Submission of Reconciliation of Share Capital Audit Report by the Company.	The Company has late submitted Reconciliation of Share Capital Audit Report for the quarter ended March 31, 2021. The Company has submitted the said report on 20 <sup>th</sup> May 2021 for which due date was 30 <sup>th</sup> April 2021.
7	<p><b><u>Fund raising by issuance of Debt Securities by Large Entities - SEBI Circular</u></b> <b><u>SEBI/HO/DDHS/CIR/P/2018/144</u></b> <b><u>dated November 26, 2018</u></b></p> <p>Every listed entity shall require to give intimation regarding the said circular to the Stock Exchange within 30 days from the beginning of the Financial Year</p>	The Company has not given any intimation regarding the said circular.	The Company has not given any intimation regarding the said circular whether it is applicable to the company or not.

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<b>8</b>	<p><b><u>Reg 24A of Secretarial Compliance Report of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:</u></b></p> <p>Every listed entity and its material unlisted subsidiaries incorporated in India shall undertake annual secretarial audit within 60 days of the end of the financial year</p>	<p>The company has not submitted Annual Secretarial Compliance Report under Reg 24A of SEBI (LODR) Regulations, 2015</p>	<p>The company has not submitted Annual Secretarial Compliance Report under Reg 24A of SEBI (LODR) Regulations, 2015 for the financial year 2019-20</p>
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**Note:**

Company has given declarations in connection with the non-applicability of the Regulation 24A, but as per the regulation 15 of the SEBI (LODR) Regulations, 2015 for availing the exemptions conditions mentioned in the said Regulation was not fulfilled, hence BSE has imposed the basic fine of Rs. 2000 per day till the date of Compliance. (BSE mail date July 29, 2021).

Company is hereby complying with the requirements of the Regulation 15 of SEBI (LODR) Regulations, 2015 by submitting the said report under the Regulation 24A of SEBI (LODR) Regulations, 2015.

- 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 Letters, debarment, etc	Observations/ remark of the Practicing Company Secretary
1	BSE Limited	Regulation 23 (9) Non-compliance with disclosure of related party transactions on consolidated basis for quarter ended 30 <sup>th</sup> September 2020.	On 18 <sup>th</sup> January 2021, BSE have levied Basic Fine of Rs. 200,000. (Rs. 5000 per day)	Company has submitted Related Party Disclosure under said Regulation on 26 <sup>th</sup> February 2022.



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2	BSE Limited	Regulation 31 Non submission of shareholding pattern within the period prescribed	On November 17, 2020, BSE have levied Basic Fine of Rs. 2000 (Rs.2000 per day till the date of Compliance)	The Company has submitted Shareholding Pattern to the Stock Exchange on October 22, 2020
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- D. The listed entity has taken the following actions to comply with the observations made in previous reports:

Secretarial Compliance Report for the previous year (2019-2020) has not been filed by the Company till date. Hence, we cannot comment on any qualification/observation that was made in the Secretarial Compliance Report of the previous year. Hence, the reporting on action taken by the listed entity and our comments thereon is not feasible.

For SCP & Co.

Company Secretaries



Swapnil Pande

M.NO A44893 C.P. No. 21962

Peer Review Certificate No: 1958/2022



Place: Mumbai

Date: 14-06-2022

UDIN: A044893D000490976