

Date: 30.05.2022

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001  Scrip Code: 590041	To, The Manager, Department of Corporate Services, The National Stock Exchange of India Limited BKC Complex, Bandra (East), Mumbai  NSE Symbol: KAVVERITEL
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**Subject : Secretarial Compliance Report under Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Ref : Disclosure under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sirs,

With reference to the caption subject, In terms of Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith Secretarial Compliance Report for the financial year ended 31st March, 2022.

Kindly take the same on record.

Thanking You,

Yours faithfully,

**For Kavveri Telecom Products Limited**

**CHENNAREDDY** Digitally signed by  
CHENNAREDDY  
**SHIVAKUMAR** SHIVAKUMAR REDDY  
**REDDY** Date: 2022.05.30  
18:46:13 +05'30'

**CHENNAREDDY SHIVAKUMARREDDY**

**Managing Director**

**DIN: 01189348**



# G BHAT & ASSOCIATES

Company Secretaries

# 1748 | 18th Main | 8<sup>th</sup> Cross | Marenahalli

J P Nagar 2<sup>nd</sup> Phase | Bangalore - 560078

TELEPHONE: +91-9611 589 769

E-MAIL: [guruprasadbhatcs@gmail.com](mailto:guruprasadbhatcs@gmail.com)

## SECRETARIAL COMPLIANCE REPORT OF KAVVERI TELECOM PRODUCTS LIMITED FOR THE YEAR ENDED 31st MARCH, 2022

I, Guruprasada Bhat, Practising Company Secretary have examined all the documents and records made available to us and explanation provided by KAVVERI TELECOM PRODUCTS LIMITED, having registered office at Plot No.31-36, 1st Floor, 1st Main 2nd Stage Arakere Mico Layout Bannerghatta Road, Bangalore 560076 and bearing CIN L85110KA1996PLC019627 ('the listed entity'), and the filings/submissions made by the listed entity to the stock exchanges, website of the listed entity and other document/filing and as may be relevant, which has been relied upon to make this certification for the Financial Year ended 31st March, 2022 ("1st April, 2021 to 31st March, 2022") 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;







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(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) Circulars/Guidelines issued thereunder;

Based on the above examination, | hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued except in respect of matters specified below:

Sl. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
01.	Provisions pertaining to Board Composition (Regulation 17)	Number of the board member is less than six (from April 01, 2021 to June 29, 2021)	The company appointed two more Independent Directors to the Board at its Board Meeting held on 30.06.2021
02.	Regulation 33 of LODR - Statement on Impact of Audit Qualifications	Delay in filing the Statement on Impact of Audit Qualifications	Delay in filing the Statement on Impact of Audit Qualifications - Listed entity may ensure to comply with the provisions of Regulation 33 of LODR in future.
03.	Regulation 29(2) and 29(3) - Intimation of Board Meeting to Stock Exchanges	Delay in filing the intimation of Board Meeting for the Quarter ended 30 <sup>th</sup> June 2021	Delay in filing the Board Meeting Intimation to Stock Exchange - Listed entity may ensure to comply with the provisions of Regulation 29 of LODR in future.
04.	Composition of nomination and remuneration committee.  Regulation 19(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015	Only two directors in the committee are the non-executive director.	The company appointed two more Independent Directors to the nomination and remuneration committee at its Board Meeting held on 30.06.2021





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(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 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.
01.	National Stock Exchange	Delay in filing the intimation of Board Meeting for the Quarter ended 30 <sup>th</sup> June 2021	Levied penalty of Rs. 10,000/-	Company applied for waiver of the penalty.
02.	National Stock Exchange	Delay in filing the Statement on Impact of Audit Qualifications	Levied penalty of Rs. 2,35,000/-	Company applied for waiver of the penalty.
03.	National Stock Exchange	Delay in reporting under regulation 76 of Depository Participant.	Levied penalty of Rs. 58,000/-	The company had made the compliance of in time hence there is no non-compliance for the mentioned regulation.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:





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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
01.	Appointment of Company Secretary	31.03.2021	Company Appointed Company Secretary	Nil
02.	Reporting of Related Party Transaction	31.03.2021	Nil Transaction has been reported to the Stock Exchanges	Nil
03.	Composition of Nomination and Remuneration committee.	31.03.2021	Company duly constituted the Nomination and Remuneration committee	Nil

For G Bhat & Associates  
Company Secretaries

  
**CS GURUPRASADA BHAT**  
COMPANY SECRETARY IN PRACTICE

M. No: F11713

CP. No.: 18963

UDIN: F011713D000433618

Place: Bangalore

Date: 30/05/2022