

KAY POWER AND PAPER LIMITED

Reg off: - Gat No. 454/457, Village Borgaon, Tal. /Dist. Satara - 415 519
Website- www.kaypowerandpaper.com, Email- kppl.secretarial@gmail.com
CIN- L21099MH1991PLC061709

Ref. No. KPPL/BSE/09/2020-21

Date – 30.07. 2020

To,
Department of Corporate Services,
Bombay stock exchange
P. J. Towers, Dalal Street,
Mumbai: 400001.

Sub- Annual secretarial compliance report pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019

Dear Sir/ Madam,

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, it is necessary to submit Annual Secretarial Compliance Report by every listed entity within 60 days of end of Financial Year i.e. 30th May, 2020. But said period is extended up to 31/07/2020 for financial year 2019-20 vide circular no SEBI/HO/CFD/CMD1/CIR/P/2020/109 dated 25th June, 2020. Accordingly, Annual Secretarial Compliance Report for the financial year 2019-20 is being submitted for your necessary action.

Kindly acknowledge the receipt.

Thanking You,

Yours Faithfully,
For **KAY POWER AND PAPER LIMITED**



SAGAR MOHITE
(Company Secretary &
Compliance Officer)



neha doshi & co.
Company Secretaries

Annex-A

**Secretarial Compliance Report
of
KAY POWER AND PAPER LIMITED
for the year ended 2019-20**

I Neha Doshi, Practicing Company Secretary, Proprietor of Neha Doshi&Co., have examined:

- (a) All the documents and records made available to us and explanation provided by KAY POWER AND PAPER LIMITED ("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 2019-20 ("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:

472/ A4, Shrijay Apts., Kadam Baug, Sadar Bazar, Satara - 415 001, Cell: 02162-227904

Email : companysecretaries1@gmail.com



- (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 33 (1) (d) & 33 (3) (c) & (e)	Statutory Auditor has not subjected himself to the peer review process, of the ICAI- Institute of Chartered Accounts of India and he does not hold a valid certificate issued by the Peer Review Board of the ICAI.	<i>The quarterly results are accompanied by the Limited Review Report as per Regulation 33(1) (d) & 33 (3) (c)(LODR) Regulations 2015. As informed by the company, its Statutory Auditor has not subjected himself to the peer review process, of the ICAI- Institute of Chartered Accounts of India, and he does not hold a valid certificate issued by the Peer Review Board of the ICAI.</i>
2.	Regulation 47	Partly Complied with.	<i>The Company has not published to public notices of Board Meeting and un-audited/ audited quarterly request in English daily newspaper as required to be published under Regulation 47 of (Listing Obligations and Disclosure Requirements)Regulations, (LODR) 2015. As informed by the Company, due to carry forward losses and inadequate profit during the year, company could not spent money on publication of financial result in English newspaper. The aforesaid results are made available on the company website and also on the website of the Bombay stock exchange Ltd for downloading.</i>

- (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) As confirmed by the Management, there were no action 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

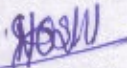


through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder; and

(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.	Observation made in the Secretarial Compliance Report for the Year Ended.	Action taken by the Listed Entity, If Any.	Comments of the Practicing Company Secretary on the actions taken by the Listed Entity
1.	In the previous year the company had same observation which we have mentioned in the current year report for FY 2019-20	Same as previous year	The company has not taken any actions to comply regarding the observations made in previous reports.	<p>The company has categorically explained the reasons, why actions are not taken on our observation made in the previous year report as follow;</p> <p>Observation1:- The company's business is very small in terms of revenue and inadequate profit in the business of the company as well as the company is having carry forward business losses in the balance sheet. Under this scenario the company could not afford to manage high auditing fees of auditors who have complied with the requirements of peer review process, of the ICAI - Institute of Chartered Accountant of India.</p> <p>Observation 2:- as mentioned above, due to carry forward losses and inadequate profit during the year, the company could not spent money on publication of financial result in English newspaper. The aforesaid results are made available on the company website and also on the website of the Bombay stock exchange Ltd for downloading.</p>

For,
Neha Doshi & Co.
 Company Secretaries


Neha A. Doshi
 Proprietor



FCS No.: 5373
 C P No.: 4631
 UDIN: F005373B000518589

Place : Satara
 Date : 28/07/2020