



KISAN MOULDINGS LTD.

Regd. Off.: Tex Centre, K Wing, 3rd Floor, 26 'A'
Chandivili Road, Off. Saki Vihar Road, Andheri East,
Mum. - 400 072 • **Tel.** - 022 4200 9100/4200 9200
CIN: L17120MH1989PLC054305



April 23, 2025

**To,
BSE Limited,
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001**

Scrip Code: 530145

Subject: Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Submission of revised Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2025

Dear Sir/Madam,

We have attached the revised Annual Secretarial Compliance Report dated Today April 23, 2025 in the prescribed format of Annexure 15 of SEBI Circular dated November 11, 2024 and may be taken on record in place of the previous Annual Secretarial Compliance Report dated April 09, 2025 which was submitted to BSE on April 09, 2025.

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith a copy of Secretarial Compliance Report issued by M/s. Nidhi Bajaj & Associates ACS - 28907, Certificate of Practice No. - 14596, Peer Review Certificate No. 2458/2022, practicing Company Secretaries for the financial year ended 31st March, 2025.

Kindly take the above on record.

For Kisan Mouldings Limited

**Vijay Joshi
Company Secretary
ICSI Membership No: ACS - 7298
Encl: As above**





SECRETARIAL COMPLIANCE REPORT OF KISAN MOULDINGS LIMITED HAVING (CIN: L17120MH1989PLC054305) FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

[Pursuant to Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, CS Nidhi Bajaj, Practicing Company Secretary have examined:

- (a) All the documents and records made available to us and explanation provided by 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 31st March, 2025 in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956, rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India;

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; **Not applicable during the period review**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;





Fine Amount	Rs. 5,900
Observations/ Remarks of the Practicing Company Secretary	During the year under review, BSE levied a penalty of Rs. 5,900/- under Regulation 23(9) of SEBI LODR for delay in submission of disclosure of related party transactions on consolidated basis for half year ended 31 st March, 2024. The Company duly paid the above penalty during the year.
Management response	Inadvertently through over sight there was a delay in submission of disclosure of related party transactions on consolidated basis for half year ended 31 st March, 2024. The Company duly paid the above penalty during the year.
Remarks	Fine levied by BSE was paid in full by the Company.

- b) The listed entity has taken the following actions to comply with the observations made in **previous reports of 31.03.2024, 31.03.2023:**

Sr. No.	01
Compliance Requirement (Regulations/circulars/guidelines including specific clauses)	Regulation 3(5) of SEBI (PIT) Regulations, 2015 requires UPSI Sharing should be recorded in a Structured Digital Database ('SDD') maintained by the Company.
Regulation / Circular No.	Regulation 3(5) of SEBI (PIT) Regulations, 2015
Deviations	During the review period, there was One UPSI not captured in the SDD of the Company. Further, in several instances, the flow of sharing of UPSI is not recorded properly.
Action Taken by	-
Type of Action	-
Details of Violation	-
Fine Amount	-
Observations/Remarks of the Practicing Company Secretary	One instance of UPSI was recorded in delay in the in the SDD of the Company.
Management Response	We acknowledge the oversight regarding the one UPSI instance not captured in the SDD and will implement measures to ensure comprehensive recording and proper documentation of UPSI sharing flows.
Remarks	One instance of UPSI was recorded in delay in the in the SDD of the Company. The Company placed the SDD Non-Compliance before the Board of Directors at their meeting held on July 25, 2024. Hence, the





A/401, Kailash Mansarovar, Amritvani Lane, Near Maxus Mall, Bhayander (West), Thane - 401 101

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable during the period review.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable during the period review.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable during the period review.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable during the period review.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Applicable Regulations and circulars/guidelines issued thereunder;

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.	1
Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Reg 23(9) of SEBI (Listing Obligation and Disclosure Requirements), Regulation 2015.
Regulation/ Circular No.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
Deviations	Inadvertently through over sight there was a delay in submission of disclosure of related party transactions on consolidated basis for half year ended 31st March, 2024.
Action Taken by	BSE
Type of Action	Fine.
Details of Violation	Inadvertently through over sight there was a delay in submission of disclosure of related party transactions on consolidated basis for half year ended 31 st March, 2024.





	company duly complied with requirements with BSE. The comments of the Board of Directors in this regard was disclosed to BSE on the same day i.e. July 25, 2024.
--	--

Sr. No.	2
Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Prior Intimation to BSE about the meeting of the Board of Directors with respect to approval of financial results as per Regulation 29(1) of SEBI (LODR) Regulations, 2015.
Regulation/ Circular No.	Reg 29(1) and 29(2) of SEBI (LODR) Regulations, 2015
Deviations	Delay in Prior Intimation to BSE about the meeting of the Board of Directors with respect to approval of financial results for quarter and year ended March 31, 2022.
Action Taken by	BSE
Type of Action	Fine as per SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 on the Company via email dated June 14, 2022.
Details of Violation	Prior Intimation to BSE about the meeting of the Board of Directors with respect to approval of financial results for the quarter and year ended March 31, 2022 not made Five Days in advance of the Board Meeting Date (excluding the date of the intimation and date of the meeting).
Fine Amount	Rs.10,000/- (Excluding GST)
Observations/ Remarks of the Practicing Company Secretary	A delay of 2 days was noticed w.r.t. giving of Prior Intimation to BSE about the board meeting held on May 30, 2022 for the approval of financial results for the quarter and year ended March 31, 2022.
Management response	The Company be and is hereby noted the same and paid fine of Rs.10,000/- (Excluding GST) to BSE on June 14, 2022.
Remarks	Fine levied by BSE was paid in full by the Company.





Sr. No.	03
Compliance Requirement (Regulations/circulars/guidelines including specific clauses)	The composition of the Nomination and Remuneration Committee ('NRC') should be as per Regulation 19(1) of SEBI (LODR) Regulations, 2015.
Regulation / Circular No.	Reg. 19(1) of SEBI (LODR) Regulations, 2015
Deviations	The Composition of NRC was not in compliance with Regulation 19(1) of SEBI (LODR) Regulations, 2015.
Action Taken by	-
Type of Action	-
Details of Violation	-
Fine Amount	-
Observations/Remarks of the Practicing Company Secretary	The composition of the NRC was not in compliance with Regulation 19(1) of SEBI (LODR) Regulations, 2015, for a certain period, which complied with effect from August 14, 2023.
Management Response	The composition of the NRC was not in accordance with the requirements of Regulation 19(1) of SEBI (LODR) Regulations, 2015, for a certain period due to the resignation of one Independent Director in April 2023. The Company promptly appointed a new Independent Director and took corrective steps to bring the Committee's composition into compliance with SEBI (LODR) Regulations, 2015.
Remarks	The Company has taken corrective steps to bring the composition of NRC into compliance with Regulation 19(1) of SEBI (LODR) Regulations, 2015 with effect from August 14, 2023.





- c) We hereby report that, during the Review Period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	YES	None
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none">• All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entities.• All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI.	YES	None





3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">• The Listed entity is maintaining a functional website• Timely dissemination of the documents/ information under a separate section on the website• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website.	YES	None
4.	Disqualification of Director: <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	YES	None
5.	Details related to Subsidiaries of listed entities have Been examined w. r. t.: <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as Other subsidiaries</p>	YES YES	None
6.	Preservation of Documents: <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	YES	None





7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	YES	None
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	YES	The Company duly obtained prior approval of Audit Committee and shareholders for related party transactions including material related party transactions, where ever deemed required/necessary.
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule-III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES	None
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	None





11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/its promoters /directors /subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder except as provided under separate paragraph herein (**).	NO	No Action has been taken by the authority during the period review.
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	YES	-
13.	Additional Non-compliances, if any: During the year under review, BSE levied a penalty of Rs. 5,900/- under Regulation 23(9) of SEBI LODR for delay in submission of disclosure of related party transactions on consolidated basis for half year ended 31 st March, 2024. The Company duly paid the above penalty during the year.	Yes	Following reply was given by company - Inadvertently through oversight there was a delay in submission of disclosure of related party transactions on consolidated





A/401, Kailash Mansarovar, Amritvani Lane, Near Maxus Mall, Bhayander (West), Thane - 401 101

			basis for half year ended 31 st March, 2024. The Company duly paid the above penalty during the year. No other additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.
--	--	--	--





Assumptions & Limitation scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Book of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the managements has conducted the affairs of the listed entity.

For **Nidhi Bajaj & Associates**
Company Secretary

Nidhi Bajaj
Proprietor

ACS - 28907, COP - 14596



UDIN: A028907G000181158
Peer Review Cert. No. 2458/2022

Date: 23/04/2025

Place: Thane