

BHANDARI & ASSOCIATES

Company Secretaries

901, Kamla Executive Park, Off. Andheri Kurla Road,
J. B. Nagar, Andheri East. Mumbai - 400 059
Tel: +91 22 4221 5300 Fax: +91 22 4221 5303
Email: mumbai@anilashok.com

Secretarial compliance report of Kabra Extrusiontechnik Limited for the year ended March 31, 2021

[Regulation 24(A) of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015] read with
SEBI Circular CIR/CFD/CMD 1/27/2019 dated 08th February, 2019]

We, Bhandari & Associates, have examined:

- a) all the documents and records made available to us and explanation provided by Kabra Extrusiontechnik 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 March 31, 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 ("the Listing Regulations");
- 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 ("SEBI (SAST) 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) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

and circulars/ guidelines issued thereunder.

The Regulations or Guidelines, as the case may be were not applicable for the period under review.

B&A



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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	<p>Regulation 30 of SEBI (SAST) Regulations, 2011:</p> <p>(2) The promoter of every target company shall together with persons acting in concert with him, disclose their aggregate shareholding and voting rights as of the thirty-first day of March, in such target company in such form as may be specified.</p> <p>(3) The disclosures required under sub-regulation (1) and sub-regulation (2) shall be made within seven working days from the end of each financial year to, –</p> <p>(a) every stock exchange where the shares of the target company are listed; and</p> <p>(b) the target company at its registered office.</p> <p>Relaxation was provided for the same till June 1, 2020 via SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/20 20/49 dated March 27, 2020.</p>	<p>The Listed entity in the capacity of shareholder in promoter group of Plastiblends India Ltd. (a listed company), has made the continual disclosure to the Stock Exchange(s) under Regulation 30 of SEBI (SAST) Regulations, 2011 beyond the stipulated extended period.</p>	<p>The requisite disclosure under Regulation 30 of SEBI (SAST) Regulations, 2011 was made to the Stock Exchange(s) on 24th June 2020.</p>

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder so far as it appears from our examination of those records.

(c) There were no 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. However, in terms of SEBI (Settlement Proceedings) Regulations, 2018, a promoter had filed suo-moto application during FY 2019-20 for belated disclosures under Regulation 10(5), 10(6), 10(7) and 29(2) read with Regulation 29(3) of SEBI (SAST) Regulations, 2011 and Regulation 7(2) and 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015 and Company's Code of Conduct in respect of dealing in shares of the Listed Entity and remitted the settlement amount along with disgorgement of profits in accordance with settlement terms as directed by SEBI, and in respect thereof SEBI issued the Settlement Order on February 24, 2021.



(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... (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
1.	The Stakeholder Relationship Committee of the Company comprising of two Directors as members was re-constituted by the Board of Directors of the Company at their first Board Meeting held on May 28, 2019 to increase its strength to three Directors as members, as required under provisions of regulation 20(2A) of the Listing Regulations.	31 st March, 2020	The Listed Entity reconstituted its Stakeholders Relationship Committee on May, 28, 2020	None
2.	The Company had reported a contra trade on March 16, 2020, executed by a Promoter & Executive Director of the Company on September 18, 2019 which is restricted under the Code of Conduct of the Company, in accordance with the provisions of regulation 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 read with SEBI circular no. SEBI/HO /ISD/ CIR/ P/2019/82 dated July 19, 2019.	31 st March, 2020	The Listed Entity made requisite disclosures on March 16, 2020	None

**For Bhandari & Associates
Company Secretaries**

Firm Registration No: P1981MH043700

Manisha



**Manisha Maheshwari
Partner**

FCS No: 30224; C. P. No.: 11031

Mumbai | May 28, 2021

ICSI UDIN: A030224C000383687