

# Krebs Biochemicals & Industries Limited

CIN : L24110AP1991PLC103912



30<sup>th</sup> June 2021

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai- 400051.

The Manager,  
Department of Corporate Relations,  
BSE Limited,  
P J Towers, Dalal Street,  
Fort, Mumbai- 400001.

Dear Sir/Madam,

**Sub: Submission of Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March 2021.**

**Ref: Reg. 24A of SEBI (LODR) Regulations, 2015**

We refer to the above captioned subject, we herewith submit to you Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March 2021 as required under Reg. 24A of SEBI (LODR) Regulations, 2015 and SEBI circular no. CIR/CFD/CMD1/27/2019 dated February 29, 2019, issued by M/s D S M R and Associates, Practicing Company Secretaries, Hyderabad dated 30<sup>th</sup> June 2021.

Kindly take the same into your records.

Thanking You,

Yours Faithfully

For **Krebs Biochemicals and Industries Limited**

  
Taruni Banda

**Company Secretary and Compliance Officer**

Secretarial compliance report of KREBS BIOCHEMICALS AND INDUSTRIES LIMITED  
for the year ended 31<sup>st</sup> March, 2021

[Pursuant to the SEBI Circular No. IR/CFD/CMD/27/2021/ Dated 08.02.2021]

We have examined:

- a) all the documents and records made available to us and explanation provided by KREBS BIOCHEMICALS AND INDUSTRIES LIMITED ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) other document/ filing, as may be relevant,

which has been relied upon to make this certification, for the year ended 31<sup>st</sup> March, 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")
- c) The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-
  - I. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; except as mentioned in point no. X (a)
  - II. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

The company has allotted 35,60,000 warrants each of which is convertible into 1 equity share of Rs.10/- each of the company at a premium of Rs. 76 per share to M/s IPCA Laboratories Limited after obtaining the approval of members in the Extra Ordinary General Meeting held on 5<sup>th</sup> February 2020. The company has received money for conversion of 16,20,000 warrants from M/s IPCA Laboratories Limited and accordingly the company has converted and allotted 16,20,000 equity shares to M/s IPCA Laboratories Limited.

For DSMR & ASSOCIATES  
COMPANY SECRETARIES

*G. S. Mani R.*  
DSM RAM  
PROFESSIONAL

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III. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

IV. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

During the period of our audit the Company has not done any buy back of its securities. Hence the reporting of compliance under these regulations does not arise;

V. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

During the period of our audit the Company has not issued any securities under these regulations and also does not have an ESOP plan. Hence the reporting of compliance under these regulations does not arise.

VI. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

During the period of our audit the Company has not issued any Debt Securities under these regulations. Hence the reporting of compliance under these regulations does not arise.

VII. Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations, 2013;

During the period of our audit the Company has not issued any Preference Shares during the reporting period. Hence, the reporting of compliance under these regulations does not arise.

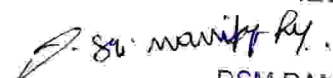
VIII. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

IX. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

During the period of our audit the Company has not delisted its Equity Shares from any of the exchanges, where the shares are listed. Hence the reporting of compliance under these regulations does not arise; and

X. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

For DSMR & ASSOCIATES  
COMPANY SECRETARIES



DSM RAM  
PROPRIETOR  
C.P.No. 4233

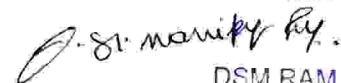
- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder except the following:

Sl. No.	Compliance Requirement (Regulations / Circulars / guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	Regulation 31(1)(b) of SEBI (LODR) Regulations, 2015	Entire shareholding of the promoters not in Demat form	As we observe from the records of the Company 20,400 Equity shares belonging to the promoters are under dispute in the court of law.

- (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 our examination of those records.
- (c) The following are the details of 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

Sl. 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
	NIL	NIL	NIL	NIL

For DSMR & ASSOCIATES  
COMPANY SECRETARIES

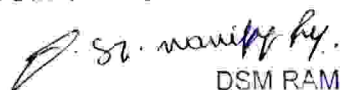


DSM RAM  
PROPRIETOR  
C No 403

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

Sl No.	Observations of the Practicing Company Secretary in the Previous reports	Observations 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	Regulation 13 (3) of SEBI (LODR) Regulations, 2015 – Statement giving the number of investor complaints where the Company has submitted the same for the quarter ending 30 <sup>th</sup> June 2019 on 30.07.2019	31 <sup>st</sup> March, 2020	NIL	The same has been taken on record by the Stock Exchange
2	Regulation 14 of SEBI (LODR) Regulations, 2015 – There was Delay in making the payment of listing fee to the Stock Exchange	31 <sup>st</sup> March, 2020	The company has paid interest for delay in making the payment	We observe that the company has paid interest for the period of delay to the Stock exchanges
3	Regulation 25 (3) of SEBI (LODR) Regulations, 2015 – Meeting of Independent directors was not held	31 <sup>st</sup> March, 2020	Since exemption has been granted under the provisions of Companies Act, 2013 no meeting was conducted.	We observe that the company has convened Meeting of Independent directors but the same could not be held due to Covid-19 Pandemic.
4	Regulation 31 (2) of SEBI (LODR) Regulations, 2015 – Entire Promoter Share holding is not in Demat form.	31 <sup>st</sup> March, 2020	Since the shares are subject matter of a case in the Hon'ble High court the promoters are putting in their best efforts to get the case disposed.	We observe that 20,400 Equity shares belonging to the promoter group are under dispute in the court of law..

For DSMR & ASSOCIATES  
COMPANY SECRETARIES

  
DSM RAM  
PROPRIETOR  
C P No 4773

Due to prevailing circumstance of COVID-19 pandemic, the audit was conducted based on the verification of the Company's books, papers, minutes books, forms and returns filed, documents and other records furnished by / obtained from the Company electronically and also the information provided by the Company and its officers by audio and visual means, and audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Place: Hyderabad  
Date: 30th June, 2021

For DSMR & Associates  
Company Secretaries



D S M Ram  
C. P. No. 4239  
Proprietor

UDIN: A014939C000546987  
Peer Review Certificate No. 1252/2021 dated 15th May, 2021