



KNR Constructions Limited.

Date: 23rd May 2025

Ref: KNRCL/SD/2025/883&884

To, The Manager BSE Limited, P J Towers, Dalal Street, Fort, Mumbai – 400001 Scrip code: 532942	To, The Manager, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051. Scrip Code: KNRCON
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Dear Sir/Madam,

Sub: Submission of Annual Secretarial Compliance Report for the year ended 31st March 2025

Ref: Regulation 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 31st March 2025.

This is for your information and records of the Exchange, please

Thanking you,

Yours truly

For **KNR Constructions Limited**

Haritha Varanasi

Company Secretary and Compliance Officer

**SECRETARIAL COMPLIANCE REPORT
OF**

**M/s. KNR CONSTRUCTIONS LIMITED
FOR THE FINANCIAL YEAR ENDED 31.03.2025**

We, VCSR & Associates, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by M/s.KNR CONSTRUCTIONS LIMITED having its Registered office at KNR House, 3rd& 4th Floors, Plot No. 114, Phase - I, Kavuri Hills, Hyderabad, Telangana - 500033, hereinafter referred to as "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 financial year ended 31.03.2025 ("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; No such cases
- (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; No such cases
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; No such cases
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; No such cases



(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; No such cases

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

(i) Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016; No such cases

(j) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

and circulars/ guidelines issued thereunder;

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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Findings	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Informing the details of resignation of senior management personnel to the Exchange within 24 Hours from the Effective date of Resignation.	Regulation 30 of SEBI (LODR) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD- PoD - 1 /P /CIR/ 2023/ 123 dated July 13, 2023.	Corporate Announcement filed without complete details and delay in informing the details of Resignation of senior management personnel to the Exchange within 24 Hours from the effective	BSE	BSE requested the listed entity to submit a fresh corporate announcement.	Filing Corporate Announcement without complete details and delay in Informing the details of Resignation of senior management personnel to the Exchange	-	Corporate Announcement filed without complete details and delay in informing the details of Resignation of senior management personnel to the Exchange within 24 Hours from the effective	The company has responded and replied to the query raised by BSE . The company re-submitted a fresh corporate announcement along with the clarification	As the company has responded and replied to the query raised by BSE, no further reply received from BSE.



			date of resignation.			within 24 Hours from the Effective date of Resignation.		date of resignation.	regarding delay in submission.	
2.	Disclosure to the Stock Exchange(s) schedule of analysts or institutional investors meet at least 2 working days in advance (excluding the date of intimation and the date of meet).	Sub-para 15 of Part A of Schedule III of SEBI (Listing Obligations and Disclosures Requirements) Regulation 2015, read with SEBI Circular dated July 13, 2023.	The listed entity has not disclosed the Stock Exchange(s) schedule of analysts or institutional investors meet at least 2 working days in advance (excluding the date of intimation and the date of meet).	NSE	NSE sought the listed entity the reason for not complying with the provision at the earliest.	The listed entity has not disclosed the Stock Exchange(s) schedule of analysts or institutional investors meet at least 2 working days in advance (excluding the date of intimation and the date of meet).	-	The listed entity has not disclosed the Stock Exchange(s) schedule of analysts or institutional investors meet at least 2 working days in advance (excluding the date of intimation and the date of meet).	The company has responded and replied to the query raised by NSE providing reasons for not complying with the said provision at the earliest.	As the company has responded and replied to the query raised by NSE, no further reply received from NSE.

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended 31.03.2024	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / Deviations and actions taken /penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	BSE has Raised query seeking explanation for	The company has received query from	The listed entity shall first disclose	Delay in Disclosure of	The company has	As the company has



delay in Submission of Proceedings of 28 th AGM held on 28 th Sept, 2023.	BSE on 06 th April, 2024 seeking explanation for delay in Submission of Proceedings of 28 th AGM. Hence the company re-submitted the proceedings along with the clarification regarding delay in submission.	to stock exchange(s) of all events, as specified in Part A of Schedule III, or information as soon as reasonably possible and not later than twelve hours From the occurrence of event or information.	Information . Disclosure was made after twelve hours of occurrence of the event or information.	responded and replied to the query raised by BSE . The company re-submitted the proceedings along with the clarification regarding delay in submission.	responded and replied to the query raised by BSE, no further reply received from BSE.
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(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.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	--
2.	<u>Adoption and timely updation of the Policies:</u> <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	--



3.	<u>Maintenance and disclosures on Website:</u> <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	--
4.	<u>Disqualification of Director:</u> None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	Yes	No disqualification of directors under Section 164 of Companies Act, 2013.
5.	<u>Details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Yes	--
6.	<u>Preservation of Documents:</u> 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.	Yes	--
7.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	--
8	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.	Yes NA	-- No such instances observed.



9.	<u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations within the time limits prescribed thereunder.	Yes	--
10	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	The listed entity is maintaining a Structured Digital Database and has confirmed the compliance status of Structured Digital Database.
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No actions 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 (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	No actions has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges.
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> 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.	NA	No resignation of statutory auditor from the listed entity or any of its material subsidiaries during the period under review.
13.	<u>No additional non-compliances observed:</u> No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	Yes	No such instances observed.



We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations - NA

Assumptions & limitation of 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 report based upon our 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 books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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 management has conducted the affairs of the listed entity.

Place: Hyderabad
Date: 23.05.2025

For VCSR & Associates
Company Secretaries


(Ch. Veeranjanyulu)
Partner

M No. F6121, C P No.: 6392
UDIN: F006121G000423494
Peer Review No: 6686/2025