

May 15, 2019

The BSE Limited
First Floor, New Trading Ring,
Rotunda Building,
P. J. Towers, Dalal Street.
Mumbai-400 001

National Stock Exchange of India Limited
Listing Department
Exchange Plaza
Bandra Kurla Complex
Bandra (E), Mumbai-400 051

Dear Sir/ Ma'am

Sub: **Annual Secretarial Compliance Report for the F.Y. 2018-19**

Ref: **Company Code - 532732 / KKCL**

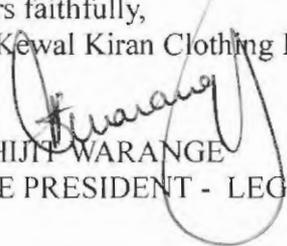
Apropos the captioned subject pursuant to SEBI Circular dated February 8, 2019, all listed entities are required to submit to the stock exchanges withing 60 days of the end of the financial year, Annual Secretarial Compliance Report, issued by a Practising Company Secretary based on a check of the compliance by such listed entity with the applicable SEBI regulations and circulars/guidelines issued thereunder.

Please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2019, issued by M/s. U.P. Jain & Company, Practising Company Secretaries.

We request you to kindly take the same on record.

Thanking you.

Yours faithfully,
For Kewal Kiran Clothing Ltd.


ABHIJIT WARANGE
VICE PRESIDENT - LEGAL & COMPANY SECRETARY

Encl:a/a

U. P. Jain & Co.

COMPANY SECRETARIES

Ummedral P. Jain
B.Com., LL.B., F.C.S.

Telefax : 2264 2676
E-mail : upjain@vsnl.net
upjainco@gmail.com

26, Nafees Chamber, 2nd Floor, 121-123, Mody Street, Fort, Mumbai - 400 001.

Secretarial Compliance Report of KEWAL KIRAN CLOTHING LIMITED for the year ended 31st March, 2019

To,
Kewal Kiran Clothing Limited,
Kewal Kiran Estate, 460/7, I. B. Patel Road,
Near Western Express Highway,
Goregaon (East),
Mumbai - 400063

We, M/s U. P. Jain & Co., Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Kewal Kiran Clothing 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 [31st March, 2019 ("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 (Not applicable to the Company during the Review Period);
- (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 (Not applicable to the Company during the Review Period);

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014(Not applicable to the Company during the Review Period);

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Review Period);

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013(Not applicable to the Company during the Review Period);

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

and based on the above examination, We hereby report that, during the Review Period:

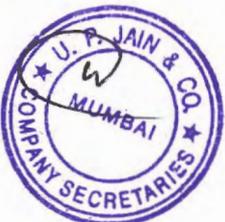
(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NOT APPLICABLE			

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

(c) The following are the details of 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:

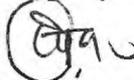
Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations / remarks of the Practicing Company Secretary, if any.
NOT APPLICABLE				



(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
NOT APPLICABLE				

For U. P. Jain & Co.
Company Secretaries

 14/05/2019

Ummedmal P. Jain
Proprietor
FCS-3735, CP-2235



Dated: 14th May, 2019
Place: Mumbai