

**Secretarial compliance report of BURNPUR CEMENT LIMITED for the year
ended 31.03.2021**

I, Rajesh Ghorawat have examined:

- (a) all the documents and records made available to us and explanation provided by **Burnpur Cement 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,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 there under, have been examined **to the extent of Acts/Provisions of the Acts applicable to Company**, 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;
- (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;
- (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) Securities and Exchange Board of India(Registrars to an Issue and Share Transfer Agents) Regulations,1993
and circulars/ guidelines issued thereunder;

RAJESH GHORAWAT

PRACTISING COMPANY SECRETARY

68, R.K.CHATTERJEE ROAD,
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and based on the above examination, I 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.	Regulation 29(2)/(3) of SEBI (LODR) Regulations, 2015 (Prior intimation to Stock Exchanges regarding Board Meeting) (June '20 Qtr)	Delay in submitting to NSE required prior intimation of Board Meeting convened on 14 th August, 2020.	Company replied to NSE stating its reasons for delay in such intimation but the exchange did not accept the reason and asked the company to pay the fine. The company finally paid the fine imposed by the exchange.
2.	Regulation 29(2)/(3) of SEBI (LODR) Regulations, 2015 (Prior intimation to Stock Exchanges regarding Board Meeting) (June '20 Qtr)	Delay in submitting to BSE required prior intimation of Board Meeting convened on 14 th August, 2020.	Company received email on 10.09.20 and replied to BSE on 14.09.20 stating its reasons for delay in such intimation. There was no further notice or communication received from BSE.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my 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 there under:

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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.
	NSE	Delay in submitting prior intimation of Board Meeting convened on 14 th August, 2020.Reg 29(2)(3) of SEBI (LODR), Regulations, 2015	Fine Rs 10,000/-	Fine RS 10,000/- paid to NSE on 12.02.21
	BSE	-DO-	Fine Rs 10,000	Waiver request given by the Company to BSE. There is no further communication received from BSE.

(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 31.03.20 (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	Regulation 17(1)- Composition of Board-Notice received from BSE in this respect.(March'19 Qtr)	Company replied to BSE that wrote Previous woman director resigned on 12.10.18 & new appointed on 17.01.19 in its Board Meeting and requested to waive off the penalty. The violation was for 5 days only.	Fine of Rs. 29,500 imposed by BSE which was duly paid on 18.01.2020	NIL
2	Regulation 17(1)- Composition of Board- Notice received from NSE in this respect.(March'19 QTR)	Company replied to NSE that wrote Previous woman director resigned on 12.10.18 & new appointed on 17.01.19 in its Board Meeting and requested to waive off penalty.	Fine of Rs. 29,500 imposed by NSE which was duly paid on 31.10.2019	NIL

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PRACTISING COMPANY SECRETARY

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		The violation was for 5 days only.		
3	Regulation 14- Payment of fees to stock exchange(s)	Delay in payment of Listing fees to NSE & BSE	Fees paid to NSE on 17.09.2019 & BSE on 21.10.2019.	NIL
4	Reg-33-Financial Results. Action by NSE	Delay in submission of Financial Results for Qtr March-17. Reg-33	The NSE had imposed a fine of 9,46,244/- on the company but after successful hearing on 17 th October 2019, the National Stock Exchange of India has reduced the penalty amount to 88,500	Fine Paid.




Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

Date: 22nd May, 2021
Place: Kolkata
UDIN:F007226C000357708