BALGOPAL COMMERCIAL LIMITED
(FORMERLY KNOWN AS BOMBINOO COMMERCIAL CO LIMITED)
CIN: L51109WB1982PLC035193
Ph - 033-65020273

23, Pollock Street, Chamber
No-8, 1st Floor, Kolkata- 700 001
[redacted]
Website: www.bcommercial.org
email id: info@bcommercial.org

Date: 24.07.2020
To
The General Manager
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

Sir/Madam,

<u>Sub: Secretarial Compliance Report for the year ended 31st March 2020</u>

Annual Secretarial Compliance Report

In terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08.02.2019, we enclose herewith the Secretarial Compliance Report of the Company as per Regulation 24(A) for the financial year ended as on 31.03.2020.

Yours' Faithfully

For BALGOPAL COMMERCIAL LTD

BALGOPAL COMMERCIAL LIMITED KOLKATA

B. L. Mahansaria

Banwari Lal Mahansaria
Managing Director
Din No. 06759626

BA & ASSOCIATES

Company Secretaries

7, Mangoe Lane, 1st Floor, Room No.105, Kolkata-700001 (W.B.)
Phone: (033) 4601 8006 || Mobile: +91 96810 21295
E-Mail: agarwalvj18@gmail.com

SECRETARIAL COMPLIANCE REPORT OF BALGOPAL COMMERCIAL LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

We, BA & Associates, Practicing Company Secretaries, have examined:

a. all the documents and records made available to us and explanations provided by **M/s Balgopal Commercial Limited** ("Listed Entity"),

b. the filings/submissions made by Listed Entity to the stock exchanges,

c. website of 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, 2020 ('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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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

d. Securities and Exchange Board of India (Share Based employee benefits) Regulations, 2014

e. and circulars/guidelines issued thereunder.

BA & ASSOCIATES * KOLKATA * COMPANY SECRETARIES

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 the matters specified below:-

S/N	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	Non- appointment of qualified company secretary as compliance officer under Regulation 6(1) of SEBI LODR Regulations, 2015	Company Secretary was not appointed	The Company has not complied with provisions of Regulation 6(1) of SEBI LODR Regulations, 2015.However CS was appointed later on and the aforesaid Regulation was complied.

b. The Listed Entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in sofar as it appears from our examination of those records on sample basis.

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:

S/N	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
1.	Bombay Stock Exchange	Non- appointment of qualified company secretary as compliance officer under Regulation 6(1) of SEBI LODR Regulations, 2015	Penalty of Rs. 24,780 was levied on the Company.	Company Secretary was not appointed as Compliance Officer. The same was complied later on and all fines were paid.

- BSE imposed penalty of Rs 1,81,720 for non compliance with the constitution of audit committee as per the Corporate Governance Report filed by the Company for the quarter ended 31st Dec, 2019. Company has done revised filing of the said report as it was a technical error and requested to waive off the penalty vide letter dated 12th February, 2020.

BA & ASSOCIATES KOLKATA COMPANY SECRETARIES

d. The Listed Entity has taken the following actions to comply with the observations made in previous reports:

S/N	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year end (The years to be mentioned)	Action taken by the Listed Entity, if any	Comments of the Practicing Company Secretary on action taken by the Listed Entity
1.	Non- compliance with the Compliance of nomination and remuneration committee under Regulation 19(1)/ 19(2) of SEBI LODR Regulations, 2015	2018-19	Composition of Committee was complied and fine of Rs 2,17,120 was paid to BSE	OK
2.	Non- appointment of qualified company secretary as compliance officer under Regulation 6(1) of SEBI LODR Regulations, 2015	2018-19	Company Secretary was appointed and fine of Rs 1,08,560 was paid to BSE.	OK
3.	Filing of shareholding pattern with the Stock Exchange under Regulation 31 of SEBI LODR Regulations, 2015	2018-19	Shareholding pattern for quarter ended March 2019 was filed on 24/04/2019 and fine of Rs 4,320 was paid to BSE.	OK

For, M/s. BA & ASSOCIATES
Company Secretaries

BAgarwal

(BIJAY AGARWAL)
Proprietor
C. P. No.13549
Membership No.F10323
UDIN: F010323B000499592

Place: Kolkata
Date: 24/07/2020