



BMW Industries Ltd.

Date: 30-04-2022

To
The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001

Listing Department
Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata- 700 001

Scrip Code: 542669

Scrip Code: 12141-CSE

Subject: Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2022 as per SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019

Dear Sir/ Madam

Pursuant to Regulation 24A of SEBI LODR, 2015 and read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 please find enclosed herewith Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2022 from the Practicing Company Secretary for your records and reference.

Kindly acknowledge the receipt of the same.

Thanking you,
For **BMW Industries Limited**

(Vikram Kapur)
CS & Compliance Officer
Membership Number- A9812

ANKIT AGARWAL

Practicing Company Secretary

Address- 18, Rabindra Sarani, Poddar Court, Gate-2, Room-533, Kolkata- 700001

☎ 9330461043

✉ ankit_agarwal@ymail.com



To
The Board of Directors
BMW Industries Limited
CIN- L51109WB1981PLC034212
White House
119 Park Street, 3rd Floor
Kolkata-700016
West Bengal

Subject: **Annual Secretarial Compliance Report for the Financial Year 2021-22**

Dear,

Sir/ Madam

I have been engaged by M/s BMW Industries Limited (hereinafter referred to as "the Company") bearing CIN- L51109WB1981PLC034212 whose equity shares are listed on Calcutta Stock Exchange (**Scrip Code- 12141- CSE**) and BSE Limited (**Scrip Code- 542669**) to conduct an audit in terms of Regulations 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI regulations and circulars/guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

My responsibility is to verify compliances by the Company with provisions of all applicable SEBI regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

The audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report as "Annexure-A" and Compliance Calendar from 01-04-2021 to 31-03-2022 as "Annexure- B" is enclosed.

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Practicing Company Secretary
Membership No: A63268
C.P. No.: 23955
UDIN- A063268D000245439

Place: Kolkata
Date: 30th April, 2022



Annexure-A

Secretarial compliance report of "BMW Industries Limited" for the year ended 31st March, 2022

I have examined:

- (a) all the documents and records made available to us and explanation provided by **M/s. BMW 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) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended **31st March, 2022** ("Review Period") in respect of compliance with the provisions of :
 - I. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - II. 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:-

- I. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- II. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018- **Not Applicable as there was no reportable event during the financial year under review;**
- III. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- IV. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- **Not Applicable as there was no reportable event during the financial year under review;**
- V. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- VI. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not Applicable as there was no reportable event during the financial year under review;**



VII. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations 2013- **Not Applicable as there was no reportable event during the financial year under review;**

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

IX. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

and circulars/ guidelines issued thereunder; 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
NIL			

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 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 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.
01.	BSE Limited	Violation of Regulation 29 of LODR 2015	Rs. 11,800/- (Penalty + GST)	Company Paid Penalty on due date

D. The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable**

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Practicing Company Secretary

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**Annexure-B****4th Quarter of Fy-2020-21 (Compliance from April to June or such other time as SEBI or Stock Exchanges specified)**

Closure of Trading Window	Complied with due course
Disclosure under Sebi takeover code	
CG Report	
Submission of statement giving number of investor complaints at the beginning, received, disposed off and remaining unsolved during the quarter.	
Submission of shareholding pattern	
Reconciliation of Share capital audit	
Compliance Certificate certifying maintaining physical & electronic transfer facility	
Disclosure requirement of Large Corporate	
Certificate from Practicing Company Secretary	
Intimation of notice calling Board Meeting	
Secretarial Audit as per LODR	
Submission of audited financial results	
Publication of annual results	
Related party transaction disclosure	

1st Quarter of Fy-2021-22 (Compliance from July to September or such other time as SEBI or Stock Exchanges specified)

Closure of trading window	Complied with due course
CG Report	
Submission of statement giving number of investor complaints at the beginning, received, disposed off and remaining unsolved during the quarter.	
Submission of shareholding pattern	
Reconciliation of Share capital audit	
Intimation of notice calling Board Meeting	
Submission of unaudited quarterly results along with limited review report	
Publication of quarterly results	

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2nd Quarter of Fy-2021-22 (Compliance from October to December)

Closure of trading window	Complied with due course
CG Report	
Submission of statement giving number of investor complaints at the beginning, received, disposed off and remaining unsolved during the quarter.	
Submission of shareholding pattern	
Reconciliation of Share capital audit	
Intimation of notice calling Board Meeting	
Publication of notice	
Submission of unaudited quarterly results along with limited review report	
Publication of quarterly results	
Related party transaction disclosure	

3rd Quarter of Fy-2021-22 (Compliance from January to March)

Closure of trading window	Complied with due course
CG Report	
Submission of statement giving number of investor complaints at the beginning, received, disposed off and remaining unsolved during the quarter.	
Submission of shareholding pattern	
Reconciliation of Share capital audit	
Intimation of notice calling Board Meeting	
Submission of unaudited quarterly results along with limited review report	
Publication of quarterly results	

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