



# B. P. CAPITAL LIMITED

CIN NO. : L74899HR1994PLC072042

REGD.OFFICE: Plot no. 345, HSIIDC, Footwear Park,

Sector-17, Bahadurgarh, Jhajjar, Haryana-124507

Phone: 01276-222501,02, Fax : 01276-222501

Email : bpcapitallimited@gmail.com, Website : www.bpcapital.in

Dated: 27/05/2019

To,

The Manager (Listing),  
Bombay Stock Exchange Limited,  
1<sup>st</sup> Floor, P. J. Towers,  
Dalal Street, Mumbai – 400001

Subject : Submission of Annual Secretarial Compliance Report duly signed by the Practicing Company Secretary for the year ended 31st March, 2019.

Ref: BSE Scrip Code– 536965; DSE- File No. 8211; CSE– Scrip Code - 10012104

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith "Annual Secretarial Compliance Report" for the year ended 31<sup>st</sup> March, 2019 duly signed by Kundan Agrawal & Associates, Practicing Company Secretary for your kind perusal.

We hope that you will find the above in order.

This is for your information and records please.

Thanking You  
Yours Truly,  
For B. P. Capital Limited

*Shatrughan Sahu*

Shatrughan Sahu  
Chief Financial officer



Encl : As Above

C.C. :

The Manager (Listing),  
The Delhi Stock Exchange Ltd.,  
DSE House, 3/1, Asaf Ali Road,  
New Delhi – 110002

The Manager (Listing),  
Calcutta Stock Exchange Limited,  
7, Lyons Range,  
Kolkatta, West Bengal – 700001



**Secretarial compliance report of B.P. Capital Limited**  
**for the year ended 31<sup>st</sup> March 2019**

**We Kundan Agrawal & Associates, Company Secretaries having FRN: S2009DE113700 and office at H-23A, 204, Kamal Tower, (Near Sai Mandir), Vikas Marg, Laxmi Nagar, Delhi-110092 and have examined:**

- (a) all the documents and records made available to us and explanation provided by “**B.P. CAPITAL 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 **31<sup>st</sup> 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 during the period under review.
- (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 during the period under review.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; not applicable during the period under review.
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; not applicable during the period under review.





- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; not applicable during the period under review.
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;  
and circulars/ guidelines issued there under;

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 there under, except in respect of matters specified below:-

| <b>Sr. No</b> | <b>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</b> | <b>Deviations</b> | <b>Observations/ Remarks of the Practicing Company Secretary</b> |
|---------------|---|-------------------|--|
| 1.            | Regulation 14 – Listing Fees & Other charges  | Not Paid          | Listing fees payment to BSE is pending.                          |

- (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 our examination of those records.

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:

| <b>Sr. No.</b> | <b>Action taken by</b> | <b>Details of violation</b> | <b>Details of action taken E.g. fines, warning letter, debarment, etc.</b> | <b>Observations/ remarks of the Practicing Company Secretary, if any.</b> |
|----------------|------------------------|-----------------------------|--|---|
| N.A.           |                        |                             |  |   |

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





## Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: agrawal.kundan@gmail.com

| <b>Sr. No.</b>  | <b>Observations of the Practicing Company Secretary in the previous reports</b> | <b>Observations made in the secretarial compliance report for the year ended...<br/>(The years are to be mentioned)</b> | <b>Actions taken by the listed entity, if any</b> | <b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b> |
|---|---|---|---|---|
| The necessity of filing of Annual Secretarial Compliance Report has come into force for the first time on February 08 <sup>th</sup> 2019. So this table is not applicable on the company for the Previous Financial Year. |   |   |   |   |

**For Kundan Agrawal & Associates  
Company Secretaries**

**Place: New Delhi  
Date: 25/05/2019**



**Kundan Agrawal  
Company Secretary  
Membership No. 7631  
C.P. No. 8325**