

PANKHURI MATHUR & ASSOCIATES



Company Secretaries

Office: H-104, Amrapali Zodiac, Sector-120,

Noida, Uttar Pradesh - 201301

Email : pankhuri1705@gmail.com

Mob - 9990794604

ANNUAL SECRETARIAL COMPLIANCE REPORT OF M/S B C C FUBA INDIA LIMITED FOR THE YEAR ENDED 31ST MARCH, 2021

I, Pankhuri Mathur, Company Secretary in Practice, based on our verification of the information provided by the company, its officers, agents and authorized representatives about company's books, papers, minute books, forms and return filed and other records maintained by the company during the conduct of examination report that :

- a) all the documents and records made available to me and explanation provided by M/s M/s B C C Fuba India Limited (CIN : L51395HP1985PLC012209) ("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 31.03.2021 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;
- (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) other regulations as applicable 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
1	Regulation 23 (9) of SEBI (LODR) Regulations 2015	Non Compliance with disclosure of related party transactions on consolidated basis	The company had non-complied with the disclosure of related party transactions on a consolidated basis for the Half year ended September, 2020.
2	Regulation 6 of LODR	Appointment of company Secretary and compliance officer	The Compliance Officer of the company resigned on 03.02.2020 and the New Compliance Officer was appointed by the company on 30 th July, 2020 that is within a period of 6 Months from the date of vacancy



(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.
1.	SEBI as per SEBI Circular No SEBI/HO /CFD/C MD/CIR/ P/2020/ 12 dated January 22, 2020	Regulation 23 (9) Non-compliance with disclosure of Related Party Transactions on consolidated basis for half year ended September, 2020	Fine imposed of Rs 5000/- per day that is Rs 1,95,000 plus GST @18% amounting to Rs 35,100 Total Fine paid Rs 2,30,100.	The payment of fine has been made by the company.

(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
		No Observation		

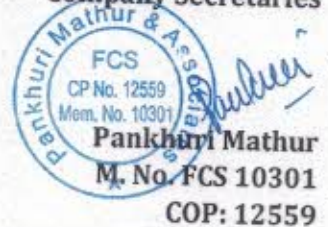


I further report that there was no event of resignation of statutory Auditor of the company during the review period and as such, the compliance of Clause 6(A) and 6(B) of the circular No CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of Statutory Auditors from listed entities and their material subsidiaries" is not applicable during the Review period.

Place: Noida

Date: 22.06.2021

For Pankhuri Mathur & Associates
Company Secretaries



UDIN: F010301C000496215

DISCLAIMER NOTE: During the challenging time of COVID 19 outbreak, I could not examine physical documents, records etc of the company and this report has been undertaken to the best of my capability based on e-verification of scans, soft copies, information, confirmations, records and documents made available to me by the management.