

Date: 30/05/2019

To,

The Metropolitan Stock Exchange of
India Limited,
Vibyor Towers, 4th Floor, Plot No C 62,
G-Block, opp. Trident Hotel, Bandra kurla Complex,
Bandra (E), Mumbai-400098

To,

The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Scrip Code: 539621

Sub: Annual Secretarial Compliance Report for the Financial Year 2018-19

Dear Sir,


Pursuant to SEBI vide its circular No. CIR/CFD/CMD 1/27/2019 dated 08.02.2019, please find enclosed herewith the Annual Secretarial Compliance Report dated May 30, 2019 for the Financial Year 2018-19 issued by Practicing Company Secretary.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For BCL Enterprises Limited


Mahendra Kumar Sharda
Managing Director

DIN: 00053042

Address: 510, Arunachal Building, 19,
Barakhamba Road, New Delhi Central Delhi-110001



SECRETARIAL COMPLIANCE REPORT
OF

BCL ENTERPRISES LIMITED

For the Financial year ended on 31st March, 2019

[Pursuant to Circular No. CIR/CFD/CMDI/27/2019 dated 08/02/2019 issued by Securities and Exchange Board of India]

To,
The Members
BCL Enterprises Limited
R/o: 510, Arunachal Building, 19,
Barakhamba Road, New Delhi, Central Delhi-110001

We have examined:

- (a) All the documents and records made available to us and explanation provided by BCL Enterprises 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, 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 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 - Not Applicable.

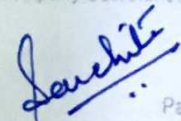
For GA & Associates Company Secretaries LLP

Regd. Off: D-251, Basement, Defence Colony, New Delhi-110024

Landline No. 011- 46772203, 46772204, 46772205

Website: www.groverahuja.co

E mail ID: info@groverahuja.co


Partner

- (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.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable.
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable.
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - Not Applicable.
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- (i) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018

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 matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - A listed entity shall appoint a qualified company secretary as the compliance officer.	The Company was unable to appoint a Company Secretary as the Compliance Officer for the period from 1 st December, 2016 till 27 th December, 2018.	The Company has duly appointed a qualified Company Secretary as the Compliance Officer w.e.f. 28 th December, 2018.
2.	SEBI Circular No-SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018- Issuer Companies through their RTA shall take special efforts to collect copy of PAN, and bank account details of all securities holders holding securities in physical form as mentioned below. While collecting details, RTAs shall ensure that- They send a letter under registered/Speed post seeking PAN and bank details (a copy of the PAN card and original cancelled cheque leaf /attested bank passbook showing name of account	The Company through their RTA has not sent the letters to the Shareholders under registered /Speed post seeking PAN and bank details within 90 days of the circular and further, no such two reminders were given after the gap of 30 days. All these 3 letters were required to have 21 days' notice period to provide the details.	As on the date of this report, the Company has received the PAN No.s of some of its shareholders.

For GA & Associates Company Secretaries LLP

Sanchita
Partner

holder) within 90 days of the circular and two reminders thereof after the gap of 30 days. All the 3 letters will have 21 days' notice period to provide the details.		
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- (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 these records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ director/ 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.	BSE Ltd.	Regulation-6(1) of SEBI (Listing Obligations and Disclosure Requirements) Non-appointment of Compliance officer for the quarter ended 31 st December, 2018.	BSE Ltd. levied a fine of Rs. 88,000/- on the Company in response to the Notice received dated 12 th February, 2019.	The Company has made payment of penalty on 4 th May, 2019 to BSE Limited via NEFT.

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

For GA & Associates Company Secretaries LLP

For GA & Associates Company Secretaries LLP



Partner

(Partner)

M. No. - 43095

COP No. - 20761

Date: 30.05.2019

Place: New Delhi