

B&A Packaging India Limited

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BAPIL/KOL/DDC/227

To,
The General Manager,
Department of Corporate Affairs,
Bombay Stock Exchange Ltd.
P. J. Towers, Dalal Street,
Mumbai- 400001

Date: 26/06/2020

Dear Sir,

Subject- Submission of Annual Secretarial Compliance Report for the financial year ended 31st March 2020 (Scrip Code: 523186)

In compliance with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019, please find enclosed Annual Secretarial Compliance Report for the financial year ended 31st March 2020 issued by CS Binita Pandey, Practicing Company Secretary (ACS-41594/CP No.-19730) of T. Chatterjee & Associates, Practicing Company Secretaries.

Yours faithfully
For B & A Packaging India Limited



D. Chowdhury
Company Secretary

Encl: As above

SECRETARIAL COMPLIANCE REPORT OF
B & A Packaging India Limited
For the financial year ended 31st March,2020

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements)
(Amendment) Regulations, 2018

To
The members
B & A Packaging India Limited

We have examined:

- (a) all the documents and records made available to us and explanation provided by **B & A Packaging India Limited**, having Registered office at 22, Balgopalpur Industrial Area, , Balasore , Odisha, 756020, listed on BSE, **Scrip Code- 523186** (hereinafter referred as "**the listed entity**")
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (c) website of the listed entity,
- (d) books, papers, minute books, reports, statements and documents filed with the recognized stock exchange(s) on the electronic platform , other records maintained by the listed entity and electronics record of the official portal of the Stock Exchange

for the period 01-04-2019 to 31-03-2020 (herein after referred as the "Review Period") in respect of compliance with the provisions, to the extent applicable to the listed entity 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, as amended, whose provisions and the circulars/ guidelines issued thereunder, have been examined to the extent applicable to the listed entity, include: -

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
- e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014. (not applicable to the listed entity during review period)
- f. The Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015;
- g. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable to the listed entity during review period)
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (not applicable to the listed entity during review period)
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations 2018 ; (not applicable to the Company during review period)
- j. The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the rules made thereunder;
- k. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; 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 the matter specified below :

Sr. No.	Compliance (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
	<p>(i) Regulation 31(2) of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015; to the extent hundred percent of shareholding of promoter(s) and promoter group is not in dematerialized form.</p> <p>(ii) The company has issued 27,50,500 equity shares of Rs. 10 each constituting 55.44% of total issued share capital, listing of such shares with BSE Ltd. is pending. Out of these 27,50,500 equity shares 27,50,000 equity shares are registered with the holding company, Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, to the extent shares are not listed on the Stock exchange.</p>		

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.
- (c) The followings are the details of actions taken against the listed entity/ its promoters/ directors 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 :



Sr. No.	Action Taken	Details of violation	Details of action taken e.g. warning debarment, etc.	action fines, letter,	Observations/ remarks of the Practicing Company Secretary, if any.
Nil					


- (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 31 st March, 2019 (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
The Listed Company has complied with all the applicable Regulations, hence there was no such observation in the Previous Report.				

Place: Kolkata

For **T.Chatterjee & Associates**
Company Secretaries
FRN No. - P2007WB067100

Date: 26-06-2020


Binita Pandey - Partner
ACS : 41594, CP : 19730
UDIN A041594B000383089

