



Ref. No. :

Dated : 20/05/2024

ANNUAL SECRETARIAL COMPLIANCE REPORT
(Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)
of
Bampsl Securities Limited ('the Company')
for the financial year ended March 31, 2024

We, Ankur Sharma & Associates, Company Secretaries, have examined:

- all the documents and records made available to us and explanation provided by the Company;
- the Company is listed on Bombay Stock Exchange,
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended on 31st march, 2024 ("Review Period") in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
- The securities contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI Act");

The specific regulations, whose provisions and the circulars, guidelines issued there under, have been examined, include:

- Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure requirements) Regulations, 2018; **(to the extent applicable)**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(to the extent applicable)**
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable during the review period)**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable during the review period)**



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the review period)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021; (Not applicable during the review period)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (to the extent applicable)
- (i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; and circulars/guidelines issued thereunder;

and the regulations, circulars, guidelines issued 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, 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 39(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	Loss of Share Certificates and issue of the duplicate certificates.	The Company has processed the request beyond the prescribed time limit.
2	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	Filing of Certificate under Regulation 74(5) of the SEBI (DP) Regulations, 2018 beyond the prescribed time limit for each quarter for the period under review.	The Company is required to file the certificate under regulation 74(5) of SEBI (DP) Regulations, 2018 within the prescribed time limit in each quarter for the period under review.
3	Regulation 23(9) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	The Company has filed the disclosure on Related Party Transactions beyond the prescribed time for the half year ended on 30.09.2023.	The Company is required to file the Related Party Transactions beyond the prescribed time as per the Regulation 23(9) for the half year ended on 30.09.2023.
4	Regulation 46 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	The Company has not updated the disclosure on the website which is required to be updated within 2 working days.	The Company is required to update the website and add the necessary disclosures.

1. The Company has not appointed any independent director from the Data Bank and the Company has not complied with the related provisions as per the information provided.



(b) 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 previous reports	Observations made in the Secretarial Compliance report for the year ended 2023	Action taken by the listed entity if any	Comments of the Practicing Company Secretary on the Actions taken by the listed entity
1.	Regulation 34 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	N.A.	The Company has not filed the Annual Report Simultaneously dispatch notice to members. However, the Company has delay in filling of Annual Report.	The Company has filed the Annual Report beyond the prescribed time as per the Regulation 34.
2.	Regulation 40 (10)	N.A.	Transfer of transmission or transposition of securities.	The Company has processed the request beyond the time limit.
3.	Regulation 23(9) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	N.A.	The Company has filed the disclosure on Related Party Transactions beyond the prescribed time (15 days for the half year ended on 30 th September 2022).	The Company has complied and filed the disclosure.
4.	Regulation 46 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	N.A.	The Company has not updated the disclosure on the website which is required to be updated within 2 working days.	The Company is in process to complied with this regulation.

Additional affirmations to be given by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) pursuant to BSE & NSE vide Notice no. 20230316-14 and Circular Reference No. NSE/CMI / 2023/21 dated March 16, 2023 are provided below:

We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ remarks by PCS
1.	Secretarial Standard: The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by Institute of Company Secretaries of India (ICSI).	Yes	-



2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed & timely the updated as per regulations/circulars/guidelines issued by SEBI. 	Yes	
3.	<p>Maintenance and disclosures on Website.</p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website. Timely dissemination of the documents/ information under a separate section on the website. Web- links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website 	Yes	
4.	<p>Disqualification of Director:</p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	
5.	<p>To examine details related to Subsidiaries of listed entities:</p> <p>a) Identification of material subsidiary companies</p> <p>b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	N.A.	
6.	<p>Preservation of Documents:</p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI</p>	Yes	



	LODR Regulations, 2015.		
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	Yes	-
8.	<p>Related Party Transactions:</p> <p>a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>b) in case no prior approval obtained the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee</p>	N.A.	The Company has not entered any Related party transactions as per the information given by management of the Company.
9.	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.</p>	Yes	-
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	-
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No Actions taken against the listed entity/ its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued there under (or)</p>	Yes	Fine of Rs. 5900 imposed by the stock exchange for delay in filing of Related Party Transaction Disclosure under Regulation 23(9) of SEBI (LODR) Rules, 2015 for the half year ended on 30.09.2023 and the same deposited by the company
12.	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</p> <p>In case of resignation of statutory auditor from the listed entity or any of its material</p>	N.A.	No case of resignation of Statutory Auditor from the listed entity or its material subsidiary during the review period.



	subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.		
13.	Additional non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	N.A.	No non-compliance has been observed during the Review Period.

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**For Ankur Sharma & Associates
(Company Secretaries)**



Ankur Sharma
(Company Secretaries)

M No. F12212

C. P. No. 19135

Peer Review No: 3563/2023

UDIN: F012212F000405473

Place: Samalkha

Date: 20.05.2024