

**BHEEMA/SE/2022-23**

**30<sup>th</sup> May,2022**

**To,**  
**Listing Department**  
**BSE Limited,**  
Phiroze jeejeebhoy Tower,  
Dalal Street, fort, Mumbai-400001, Maharashtra

**Scrip Code: 518017**

**Subject: Submission of Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR), Regulations,2015 for the financial year ended 31<sup>st</sup> March, 2022**

Dear Sir (s),

Pursuant to regulation 24A (2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, we are hereby submitting the Annual Compliance Report of the Company for the Financial Year ended on 31<sup>st</sup> March, 2022, issued by Ms. Surabhi Agrawal, Practicing Company Secretary.

We request you to kindly take the same on record.

Thanking You,

**Yours Truly,**  
**For Bheema Cements Limited**



**Anshul Singhai**  
**Company Secretary & Compliance Officer**  
**M. No. A55037**

**Encl.:a/a**



**SURABHI AGRAWAL**  
**PRACTICING COMPANY SECRETARY**

Office No. 56, 4<sup>th</sup> Floor, Dawa Bazaar, R.N.T. Marg, Indore (M.P.) - 452001  
pes.surabhiagrawal@gmail.com +91-9993977785

**ANNUAL SECRETARIAL COMPLIANCE REPORT**

*(For the Financial Year Ended on 31<sup>st</sup> March 2022)*

*{Pursuant to regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015}*

To,  
**BHEEMA CEMENTS LIMITED**  
6-3-652/C/A, FLAT 5A, KAUTILYA  
AMRUTHA ESTATES, SOMAJI GUDA,  
HYDERABAD-500082. TELANGANA

We have examined:

(a) All the documents and records made available to us and explanation provided by **BHEEMA CEMENTS LIMITED**, ("the listed entity"), having **CIN: L26942TG1978PLC002315**

(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 F.Y. **2021-22** ("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 as the Company during the reporting period under Audit)

(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 as the Company during the reporting period under Audit)

(e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. (Not applicable as the Company during the reporting period under Audit).

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable as the Company during the reporting period under Audit).

(g) Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable as the Company during the reporting period under Audit).

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 as amended from time to time regarding the Companies Act and dealing with client

(j) The Securities and Exchange Board of India (Depository and Participant Act), 2018

(k) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended from time to time. (Not applicable as the Company during the reporting period under Audit).

(l) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investments and External Commercial Borrowings. (Not applicable as the Company during the reporting period under Audit).



(m) The Company has complied with the requirements under the Equity Listing Agreements entered into with BSE Limited.

Other specifically applicable laws to the Company:

(a) The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

**Based on the above examination, I/We hereby report that, during the Review Period:**

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.

The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.

The Trading of equity shares of the Company was suspended since 2015 due to penal reasons. However, SEBI vide notice no. 20220308-63, dated 8<sup>th</sup> March, 2022 issued a notice for revocation of Suspension in trading of equity shares of the Company w.e.f. 16<sup>th</sup> March, 2022.

**We have also examined compliance with the applicable clauses of the following:**

Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above:

We further report that:

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

The changes, if any, in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for



seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions at the Board Meetings and Committee Meetings have been carried out unanimously as recorded in the minutes of the meeting of the Board of Directors or Committees of the Board, as the case may be.

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

There were no such specific events/actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the Company's affairs.

**Place: Indore**

**Date: 30/05/2022**

**UDIN: A056574D000430200**

**Peer Review No. 1999/2022**

Signature

Practicing Company Secretary

Membership No.: A56574

C P No.: 23696

