



BKM
INDUSTRIES LIMITED

(Formerly Manaksia Industries Ltd.)
CIN: L27100WB2011PLC161235

Registered Office:
Bikaner Building, 3rd Floor
8/1 Lal Bazar Street
Kolkata – 700 001, India

Date: 17.05.2022

To

The Secretary, National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, 'G' Block, Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051 Code – BKMINDST	The Secretary, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code : 539043
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Dear Sir,

Reg: Submission of Secretarial Compliance Report from Practicing Company Secretary under Regulation 24A (2) of the Securities and Exchange Board of India (LODR) Regulations, 2015 for the year ended on March 31, 2022

As per requirement of Regulation 24A (2) of the Securities and Exchange Board of India (LODR) Regulations, 2015, we are sending herewith a copy of the Report issued by Mr. Santosh Kumar Tibrewalla, Practicing Company Secretary for the year ended on March 31, 2022.

Please acknowledge the receipt of the above.

Thanking you.

Yours faithfully,

For BKM Industries Limited

Partim Bayal
Resolution Professional (RP)



Encl: as above

Secretarial Compliance Report of BKM Industries Limited for the year ended 31st March, 2022

[Under regulation 24A (2) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

I, Santosh Kumar Tibrewalla, Practicing Company Secretary have examined:

- a. all the documents and records made available to me and explanation provided by M/s **BKM Industries Limited** having its registered Office at **Bikaner Building, 3rd Floor, 8/1, Lal Bazar Street, Kolkata - 700 001** ("the Company"),
- b. the filings/ submissions made by the Company to the Stock Exchanges,
- c. website of the Company,
- d. any other document/ filing, as may be relevant, which has been relied upon to make this certification,

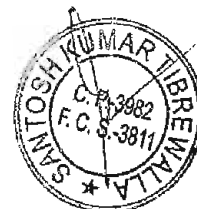
for the financial year ended **31st March, 2022** in respect of compliance with the provisions of :

- 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");
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ii. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- iii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- iv. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- v. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- vi. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

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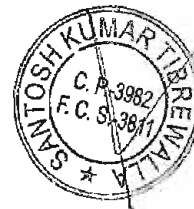


- vii. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- viii. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- ix. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and circulars/ guidelines issued thereunder.

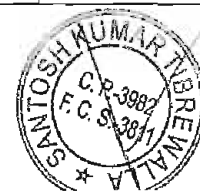
and based on the above examination, I hereby report that, during the period reviewed:

- a. The Company 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 14 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-payment of Annual Listing fees for F.Y.2020-21 & 2021-22	The Company has defaulted in paying Annual Listing Fees to the stock exchanges viz. BSE & NSE. The NCLT, Kolkata Bench vide its Order no. CP (IB) No. 2078/KB/2019 dated 30th December, 2020 has ordered for commencement of the Corporate Insolvency Resolution Process (CIRP) of the Company under section 7 of the Insolvency and Bankruptcy Code, 2016.
2.	Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	SHP to be filed within 21 days from the end of the quarter. <u>Status:</u> Not Complied for quarter ended 31 st March, 2021, 30 th June, 2021, 30 th September, 2021, 31 st December, 2021 & 31 st March, 2022	The shareholding pattern was not received by the RTA from both NSDL & CDSL due to non-payment of the outstanding fees of the depositories. The matter was referred to Committee of Creditors (COC) by the Resolution Professional (RP) but payment is yet to receive from Bankers of the Company.



3.	Regulation 7(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Compliance in respect to share transfer facility to be filed within one month of the end of each half of the financial year Status: Not complied for half year ended on 31 st March 2021 & year ended on 31 st March, 2022	The report was not received by the RTA from both NSDL & CDSL due to non-payment of the outstanding fees of the depositories. The matter was referred to Committee of Creditors (COC) by the Resolution Professional (RP) but payment is yet to receive from Bankers of the Company.
4.	Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	PCS compliance certificate for transfer/transmission, etc. to be filed within one month of the end of each half of the financial year / financial year Status: Not Complied for half year ended on 31 st March 2021 & year ended on 31 st March, 2022	The report was not received by the RTA from both NSDL & CDSL due to non-payment of the outstanding fees of the depositories. The matter was referred to Committee of Creditors (COC) by the Resolution Professional (RP) but payment is yet to receive from Bankers of the Company.
5.	Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018	PCS reconciliation of Share Capital Audit Report to be filed within one month from the end of the quarter. Status: Not Complied for quarter ended on 31 st March, 2021, 30 th June, 2021, 30 th September, 2021, 31 st December, 2021 & 31 st March, 2022.	The report was not received by the RTA from both NSDL & CDSL due to non-payment of the outstanding fees of the depositories. The matter was referred to Committee of Creditors (COC) by the Resolution Professional (RP) but payment is yet to receive from Bankers of the Company.
6.	Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	The listed entity need to submit quarterly and year-to-date standalone & consolidated financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter. (Sixty days from the end of last quarter). Status: Not complied for quarter & year ended on 31 st March, 2021, quarter ended on 30 th June, 2021, 30 th September, 2021 and 31 st December, 2021.	The accounts were not finalized & audited. Besides, the powers of Committee and Board of Directors are suspended due to imposition of IBC and consequently no Committee/ Board meeting could be held to approve the financial results.



7.	Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Transactions with related parties to be filed within one month from the approval of half yearly financial results. Status: The Company did not comply for half year ended 31 st March, 2021 and 30 th September, 2021.	Since financial results of the Company were not prepared, the Company could not ascertain the related party transactions on half yearly basis.
8.	Regulation 6(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Company has not filled up the vacancy caused by the resignation of the Company Secretary and Compliance Officer since 16 th November, 2020.	The Company did not appointed any Company Secretary.

- b. The Company 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 Company/ 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
<i>No such action reported to us</i>				

- a. The listed entity has taken the following actions to comply with the observations made in previous reports:

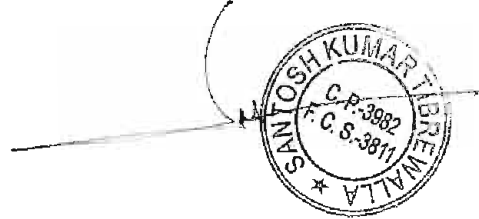
Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
<i>Not Applicable</i>				



Note: The Hon'ble National Company Law Tribunal, Kolkata Bench vide its order no. CP (IB) No. 2078/KB/2019 dated 30th December, 2020 has been ordered for commencement of the Corporate Insolvency Resolution Process (CIRP) of BKM Industries Limited under section 7 of the Insolvency and Bankruptcy Code, 2016.

Mr. Pratim Bayal having IBBI registration No.: IBBI/IPA-003/TP-N00213/2018-2019/12385 has been replaced as the Resolution Professional w.e.f. under directionsof Hon'ble NCLT.

Pursuant to section 17 of the Insolvency and Bankruptcy Code, 2016 the management of the affairs of the Corporate Debtor shall vest in the Resolution Professional and the powers of the Board Of Directors or the partners of the corporate debtor, as the case may be, shall stand suspended and be exercised by the Resolution Professional.



Place : Kolkata
Date : 17.05.2022

Signature	:	
Name and Address:		SANTOSH KUMAR
of the Company		TIBREWALLA
Secretary issuing		5A, N. C. Dutta Sarani,
the Certificate		3rd floor, Kolkata -700 001
F C S No.	:	3811
C P No.	:	3982
PR No.	:	1346/2021
UDIN	:	F003811D000332801