



# BEARDELL LIMITED

Regd. Office :  
47, Greams Road,  
CHENNAI - 600 006. (INDIA)  
Tel : 2829 32 96, 2829 09 00  
GSTIN : 33AAACB1429P2ZP  
CIN No. : L65991TN1936PLC001428  
E-mail : ho@beardsell.co.in  
Website : www.beardsell.co.in

Sec : May : 2019

30<sup>th</sup> May , 2019

The Listing Manager,  
National Stock Exchange of India Limited,  
Exchange Plaza  
Bandra Kurla Complex, Bandra (E)  
Mumbai-400 051  
Scrip Code: BEARDELL

The Listing Manager  
BSE Limited  
Registered Office : Floor 25  
P J Towers, Dalal Street,  
Mumbai – 400 001  
Scrip Code: 539447

Dear Sir,

Sub: Submission of Secretarial Compliance Report of Beardsell Limited for the year ended 31<sup>st</sup> March, 2019- Reg..

With reference to the above, please find enclosed the Secretarial Compliance Report of Beardsell Limited for the year ended 31<sup>st</sup> March 2019 issued and certified by Lakshmmi Subramanian & Associates (Practicing Company Secretaries).

Kindly acknowledge the receipt of the same

Thanking you

Yours faithfully,  
For BEARDELL LIMITED

K MURALI  
Company Secretary



**Secretarial Compliance Report of Beardsell Limited  
for the year ended 31<sup>st</sup> March, 2019**

We, Lakshmi Subramanian and Associates, have examined all the documents and records made available to us and explanation provided by **Beardsell Limited** ("the listed entity"),

- (i) the filings/ submissions made by the listed entity to the stock exchanges,
- (ii) website of the listed entity,
- (iii) annual returns filed with the Ministry of Corporate Affairs, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 2019 ("Review Period") in respect of compliance with the provisions of:

(1) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(2) 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- (e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (f) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (g) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (h) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

Received  
to  
29/05/19



- (j) Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulation, 2016
- (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009
- (l) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003
- (m) Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018
- and circulars/ guidelines issued thereunder;

Further there are no events reported under (e) to (m) for the year under review and hence treated as non-applicable for the period under review.

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:-

S. No.	Compliance Requirement(Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practising Company Secretary
1	Regulation 30 of SEBI(Listing Obligations and Disclosure Requirements), Regulations-Submission of Financial Results to Stock Exchanges for Quarter and year ended 31 <sup>st</sup> March, 2018		The Company has not disclosed the Financial Results within 30 minutes of the Conclusion of Board Meeting for the Quarter ended 30 <sup>th</sup> September, 2018, to the Stock Exchange.
2	Regulation 44(3) of SEBI(Listing Obligations and Disclosure Requirements), Regulations		The company has disclosed results in the prescribed time which are however incorrect. Further discrepancies were found and the voting results were re-submitted and acknowledged by the exchange on 10/10/2018.
3	Regulation 27(2) of SEBI Listing Obligations and Disclosure Requirements), Regulations, 2015		The Company has re-submitted the Corporate Governance Report for the Quarters ended 30 <sup>th</sup> September, 2018, 31 <sup>st</sup> December, 2018 and 31 <sup>st</sup> March, 2019 to the NSE.

(b) 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.





# Lakshmmi Subramanian & Associates

LAKSHMMI SUBRAMANIAN, B.Com., FCS  
P.S. SRINIVASAN, B.A., LL.B., A.C.S  
S. SWETHA, B.Com., ACS  
Practising Company Secretaries

(c)The following are the details of actions taken against the listed entity/ 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

S. No.	Action taken by	Details of Violation	Details of Action taken, eg., fines, warning letter, debarment, etc.	Observations/Remarks of the Practising Company Secretary, if any
NIL				

(d)The listed entity has taken the following actions to comply with the observations made in previous reports:

S. No.	Observations of the Practising Company Secretary in previous reports	Observations made in the secretarial compliance report for the previous year	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
NOT APPLICABLE				

Place: Chennai  
Date: 27<sup>th</sup> May, 2019

Name of the Practising Company Secretary Lakshmmi Subramanian  
Signature:  
FCS No. 3534  
C.P.No.1087

