

BLUE CHIP INDIA LIMITED

10, PRINCEP STREET, 2ND FLOOR, KOLKATA - 700 072

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Website : www.bluechipind.net

CIN : L65991WB1993PLC060597

25th July, 2020

To,
The Secretary,
The Calcutta Stock Exchange
Ltd.
7, Lyons Range,
Kolkata – 700 001
Scrip Code : 12057

To,
The Asst. General Manager – Listing
The National Stock Exchange of India
Ltd.
Plot No. C/1, Block-G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051
Scrip Code : BLUECHIP

To,
The Asst. General Manager,
Department of Corporate
Services,
BSE Ltd.
25th Floor, Phiroz Jeejeeboy
Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code : 531936

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the Financial year ended on 31st March, 2020.

Ref: Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 24A of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIRICFDICMDI//27 /2019 dated February 8, 2019. Please find attached herewith the Annual Secretarial Compliance Report issued by Ms. Ankita Goenka (FCS: 10572, COP: 14204), Practicing Company Secretary, for the Financial Year ended 31st March, 2020.

Kindly take the aforesaid information on record and oblige.

Thanking you,

yours faithfully,
For **Blue Chip India Ltd.**



Arihant Jain
(Managing Director)
DIN : 00174557



[Pursuant to circular CIR/CFD/CMD1/27/2019 dated February 08/2019 for the purpose of compliance with Regulation 24A of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015]

Secretarial Compliance Report of BLUECHIP INDIA LIMITED for the year ended 31st March, 2020.

We have examined:

A. All the documents and records made available to us and explanation provided by **BLUE CHIP INDIA LIMITED** ("the listed entity"),

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 year ended 31st March, 2020 ("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 during the year under review.**

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 during the year under review.**

e. Securities and Exchange Board of India (Share-Based Employee Benefits) Regulations, 2014; **Not applicable during the year under review.**

f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable during the year under review.**

g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable during the year under review.**

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

ANKITA GOENKA & ASSOCIATES, COMPANY SECRETARIES

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And based on the above examination, I/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.

b.

SL. No.	Compliance Requirements (Regulations/Circulars/Guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	The Company received a mail from BSE dated 01.11.2019 regarding Discrepancies under Reg. 76 of SEBI (Depositories and Participants) Regulations, 2018 for the Quarter ended September, 2019 with reference to under also refer to Reg. 6(1) and Reg. 7(1) of Listing Regulations.	Appointment date of Compliance officer.	The Company replied on 02.11.2019 that the Company is yet to appoint a Company Secretary. Company Secretary was appointed on 19.02.2020.

b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records except website of the Company which has some technical glitches which needs to be sorted out.

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:

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.
1.	The Company received a letter from NSE vide letter No.NSE/SOP/FRZ/102959 dated 03.03.2020 for freezing of promoters holdings for non compliance with listing Regulations under Reg. 6(1) for Quarter December, 2019	Reg. 6(1) of SEBI (Listing obligations & Disclosure Requirements) Regulations 2015.	Rs. 83780/-	The Company has made the fine through NEFT (NEFT no.20031606474298 and requested to de-freeze the promoters and promoters group holdings and the same has been defreeze.

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2.	The Company has received a mail from BSE on 9th March, 2020 for freezing of promoters holdings non compliance with listing Regulations under Reg. 6(1) for Quarter December, 2019	Reg. 6(1) of SEBI (Listing obligations & Disclosure Requirements) regulations 2015.	Rs. 83780/-	The Company submitted a letter for waiver of penalty on 9 th March 2020. The Reply is Still awaited.
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d. There were no items for which the listed entity had to take any actions to comply with the observations made in previous reports:

Sl . No .	Observations of the Practicing Company Secretary on the previous reports	Observations made in the secretarial compliance report for the year ended on 31 st march 2019.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1 .	Company receive a Notice from NSE, Ref No.: NSE/SOP/FRZ/8645 8 dated 02-Aug-2019 for Reg. 17 (1) [half of the Board of Director doesn't comprises of Independent Director] and Reg. 31[Delay in filing of Shareholding pattern] vide NSE/LIST-SOP/REG-31/FINES/80669 for Quarter 31st, March, 2019.	The Composition of the Directors as on 31st March, 2019 was not in accordance of Regulation 17(1) of SEBI (LODR) Regulations, 2015. <u>Changes during the year :</u> a) Resignation : - Shri Amiya Basu on 10.08.2018 -Shri Subhrabrata Talukdar on 21.04.2019. b) Appointment : - Shri Shyamal Banerjee on 11.02.2019. - Sahil Sharma on 21.04.2019.	a) Reg. 17(1) Imposed a fine of Rs. 2,41,900/- (Inclusive of 18% GST) b) Reg. 31 Imposed a fine of Rs. 7,080/- (Inclusive of 18% GST)	a) Remittance of Payment of fines for Non-Compliance with Regulation of SEBI (LODR) Regulation, 2015 details as under: Amount- Rs. 2,48,980/- Cheque : 054146 Dated- 08/08/2019 Bank : Canara Bank b) The Company Complied with the said Regulation.

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For Ankita Goenka & Associates
Practicing Company Secretaries

ANKITA
GOENKA

 Digitally signed by ANKITA GOENKA
Date: 2020.07.20 11:58:36 +05'30'

Ankita Goenka

Proprietor

FCS No. : 10572

COP No. : 14204

UDIN No. : F010572B000474948

Date – 20TH July 2020

Place – Kolkata

Note: The Audit was commenced in March 2020 and all the audit documents were obtained from the Company except compliance for the quarter January to March 2020. The COVID-19 outbreak was declared as a global pandemic by the World Health Organization. On March 24, 2020, the Indian government announced a strict 21-day lockdown which was further extended across the country to contain the spread of the virus. Due to COVID19 pandemic impact, the certain compliance documents for the quarter January to March 2020 were obtained through electronic mode and verified with requirements.