



BPL Limited
Dynamic House
64, Church Street
Post Box No. 5194
Bengaluru-560001, India
Ph:- +91-80-2532 7985, 2558 9109
Email:- investor@bpl.in Website:- www.bpl.in
CIN : L28997KL1963PLC002015

31st July, 2020

| | |
|---|---|
| The Manager - Listing, Corporate Relationship Department Bombay Stock Exchange Ltd Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 Scrip code - 500074 | The Manager - Listing, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Trading Symbol – BPL |
|---|---|

Dear Sir,

Sub: Annual Secretarial Compliance Report under REG 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

As required under Regulation 24A of SEBI (Depositories and Participants) Regulations, 1996, we attach herewith Annual Secretarial Compliance Report certified by Mr. K. Madhwesh, Secretarial auditor, for the year ended 31st March 2020.

Kindly acknowledge receipt and take the same on record.

Thank you,

Very truly yours,
BPL LIMITED

Sd/-

Dolly Lohia
Company Secretary & Compliance officer

Registered office :- BPL Works, Palakkad- 678 007, Kerela, India

Secretarial compliance report of BPL LIMITED for the year ended 31st March, 2020

I/We Madhwesh K, have examined:

- (a) all the documents and records made available to us and explanation provided by BPL 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 31.03.2020 ("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
- (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
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; NOT APPLICABLE
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; NOT APPLICABLE

(g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; NOT APPLICABLE

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

(i)(other regulations as applicable) NOT APPLICABLE

and circulars/ guidelines issued thereunder;

(Note: The aforesaid list of Regulations is only illustrative. The list of all SEBI Regulations, as may be relevant and applicable to the listed entity for the review period, shall be added.)

and based on the above examination, I/We hereby report that, during the Review Period:

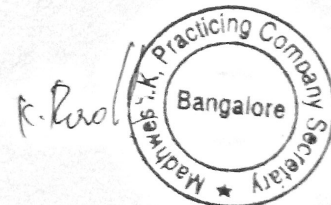
(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

| Sr.No | Compliance Requirement (Regulations/ guidelines / specific clause) | Deviations | Observations/ Remarks of the Practicing Company Secretary |
|-------|--|------------|---|
| | | NONE | |

(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.

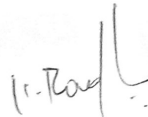
(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ 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. |
|---------|-----------------|----------------------|---|--|
| | None | | | |



(d) 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... (The years are to be mentioned) | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|---------|--|---|--|--|
| | NA | | | |


MADHWESH. K
Practicing Company Secretary
Membership No. 21477
C.O.P. No: 10897
Place: Bangalore.

Date: 30/07/2019

UDIN: A021477B000384171

