Birla Corporation Limited



Corporate Office: 1. Shakespeare Sarani, A.C. Market (2"' Floor), Kolkata 700 071 P: 033 6603 3300-02 F: +91 33 2288 4426

Ref. No. 74G/

28th May, 2019

Corporate Relationship Department BSE Limited 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Fort, Mumbai- 400 001 Fax No. (022) 2272 2037/2039/2041/2061/3121/3719

The Manager Listing Department, National Stock Exchange of India Limited 'Exchange Plaza', C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051 Fax No. (022) 2659 8237/38/8348

Dear Sir,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2019

Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019 we are enclosing herewith the Annual Secretarial Compliance Report of the Company issued by M/s. Mamta Binani & Associates, Practising Company Secretaries, for the year ended 31st March, 2019.

This is for your information and records.

Thanking you,

Yours faithfully For BIRLA CORPORATION LIMITED

Mahme

(GIRISH SHARMA) Jt. President (Indirect Taxes) & Company Secretary

Encl. : As above



COMPANY SECRETARIES

SECRETARIAL COMPLIANCE REPORT

OF

BIRLA CORPORATION LIMITED

FOR THE YEAR ENDED 31.03.2019

We have examined:

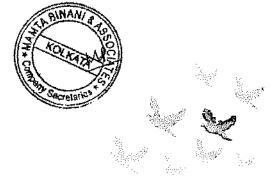
- (a) all the documents and records made available to us and explanation provided by Birla Corporation Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31.03.2019 ("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) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;



Room No 6, 4th Floor Commerce House, 2A, Ganesh Chandra Avenue, Kokala-700013 El mamtabinaniandassociates@gmail.com Williawww.mamtabinaniandassociates.com P. 003-2213-2045, 4004-1650 Milli08310-98651. Fellow me on 🔀 📴 🗖

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) 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;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h)The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;

and 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:

Sr. No	Compliance Requirement (Regulations, circulars, guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing
			Company
			Secretary

NIL



Page 2 of 4

(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.

e ma de segurar paraseres estre presente contra recente en la de la deserva en estre estrebuéres <mark>de seguistres</mark>

(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,
		NIL		

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

•••



Page 3 of 4

Sr.	Observations	Observations	Actions taken	Comments of
No.	of the	made	by the listed	the
	Practicing	in the secretarial	entity, if any	Practicing
	Company	compliance report		Company
	Secretary in	for the year		Secretary on
	the previous	end		the
	reports	(The years are to		actions taken
		be mentioned)		ьу
				the listed entity

NIL

.

Place: Kolkata Date: 15.05.2019



Madhury Pa Signature:

Name of the Practicing Company Secretary: Madhuri Pandey

Partner Mamta Binani and Associates ACS No.: 55836

C P No.: 20723

Page 4 of 4