

BEDMUTHA INDUSTRIES LIMITED



CIN - L 31200MH1990PLC057863
MANUFACTURER & EXPORTER OF



★ ALL TYPES OF GALVANISED WIRES & BLACK WIRES

- | | | |
|---------------------------------|---------------------------------|-----------------------|
| ★ ACSR CORE WIRES | ★ SPRING STEEL WIRES | ★ BARBED WIRE |
| ★ CABLE ARMOURING WIRE & STRIPS | ★ ROLLING QUALITY WIRES | ★ CHAIN LINK FENCINGS |
| ★ STAY WIRES & EARTH WIRES | ★ P.C. WIRE & P.C. STRAND WIRES | ★ WIRE NAILS |
| ★ M.S. & H.B. WIRES | ★ ROPE WIRES | ★ BINDING WIRES |

Date: 30/05/2019

To,
BSE Limited
Department of Corporate Services,
Phiroj Jeejibhoy Towers, Dalal Street
Mumbai – 400 001.
Scrip Code: 533270

To,
National Stock Exchange of India Limited
Listing Department,
C-1, G- Block, Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051,
Scrip Symbol: *BEDMUTHA*

Dear Sir/ Madam,

Subject: Annual Secretarial Compliance Report for the Financial Year 2018-19

Kindly find enclosed herewith Annual Secretarial Compliance Report for the Financial Year 2018-19 in term of Regulation 24A of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI circular dated February 08, 2019.

Please take the same on your records.

Thanking you,

For and on behalf of

BEDMUTHA INDUSTRIES LIMITED

Ajay Topale
Company Secretary & Compliance Officer
Membership no. A26935



ENCL:

1. Annual Secretarial Compliance Report for the Financial Year 2018-19

Secretarial Compliance Report of Bedmutha Industries Limited for the year ended March 31, 2019

{Pursuant to Regulation 3.b. of the SEBI Circular No CIR / CFD/CMDI/ 27 / 2019 dated February 08, 2019 under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015}

We, M/s. S. Anantha & Ved LLP, Company Secretaries, Mumbai have examined:

- all the documents and records made available to us and explanation provided by **Bedmutha Industries Limited** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity, (website address: <http://www.bedmutha.com/>);
- any other document/ filing, as may be relevant, which has been relied upon to make this certification;

for the financial year ended March 31, 2019 in respect of compliance with the provisions of:

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {"SEBI (LODR) Regulations, 2015"};
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 & Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (*Not Applicable* for the year under review);
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (*Not Applicable* for the year under review);
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (*Not Applicable* for the year under review);

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- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (*Not Applicable* for the year under review);
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (*Not Applicable* for the year under review);
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (*Not Applicable* for the year under review);
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (j) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;
and circulars/ guidelines issued thereunder

and based on the above examination, we hereby report that, during the financial year ended March 31, 2019:

- (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
1	Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015.	Significant Increase in price of the Equity Shares of the Company. (The above query was raised by BSE & NSE vide their letter dated 19 th April, 2018)	The Company had submitted its reply on 19 th April, 2018, and no further clarification was sought by the Stock Exchanges in this regard.

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2	Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996).	Discrepancies in Reconciliation of Share Capital Audit Report of the Company for the quarter ended 30 th June, 2018. (The above query was raised by BSE vide its e-mail dated 03 rd August, 2018).	The Company submitted the XML file of Reconciliation of Share Capital Audit Report for the quarter ended 30 th June, 2018 within the prescribed period and later submitted the PDF file of the said report on BSE Listing Centre on 07 th August, 2018.
3.	Regulation 33 of SEBI (LODR) Regulations, 2015.	Standalone & Consolidated Reconciliation of Equity being part of Financial Results (Standalone & Consolidated) for the quarter ended 31st March, 2018 not submitted. (The above query was raised by NSE vide its e-mail dated 04 th August, 2018).	The Company submitted the revised Financial Results on 09 th August, 2018 and no further clarification was sought by NSE in this regard.

(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.
Not Applicable				

(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 March 31, 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

For S. Anantha & Ved LLP
Company Secretaries

Ved Prakash

Ved Prakash
Designated Partner
ACS: 36837
CP No.: 16986
Place: Mumbai
Date: May 23, 2019

