



We create chemistry

BASF India Limited, Mumbai - 400 051, India

May 10, 2022

The Market Operations Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001.

**Name of the Company** : **BASF India Limited**  
**Security Code No.** : **500042**

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2022**

Pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019, we enclose herewith the Annual Secretarial Compliance Report issued by Mr. Hemant Shetye, Partner of HSPN & Associates LLP, Practising Company Secretaries, for the year ended 31<sup>st</sup> March, 2022 for your information and record.

Thanking you,

Yours faithfully  
For BASF India Limited

Manohar Kamath  
Director- Legal, General Counsel (India)  
& Company Secretary

Pankaj Bahl  
Manager- Company Secretarial

Encl: a.a.

cc: The Assistant Manager – Listing  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> floor  
Plot No.C/1, G Block  
Bandra – Kurla Complex  
Bandra (East), Mumbai – 400 051

**Registered Office**  
**BASF India Limited**  
The Capital, 'A' Wing, 1204-C, 12th Floor,  
Plot No. C-70, 'G' Block,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai - 400 051, India

Tel +91 22 6278 5600

CIN - L33112MH1943FLC003972

[www.basf.com/in](http://www.basf.com/in)

Internal

**Secretarial Compliance Report of BASF India Limited for the year ended 31<sup>st</sup> March, 2022**

To

Board of Directors  
BASF India Limited  
The Capital, A Wing, 1204-C,  
12th Floor, Plot No.C-70 'G' Block,  
Bandra Kurla Complex,  
Bandra (East) Mumbai 400051.

I Mr. Hemant Shetye, Designated Partner of HSPN & Associates LLP have examined:

- a) all the documents and records made available to me and explanation provided by BASF 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 31<sup>st</sup> March, 2022 ("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 for the period 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 for the period under review.***
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 erstwhile Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, & 2014 & SEBI (Issue of Sweat Equity) Regulations, 2002; - ***not applicable for the period under review.***
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 erstwhile Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 & Securities and Exchange Board of India (Issue and Listing of Nonconvertible and Redeemable Preference Shares) Regulations, 2013; - ***not applicable for the period under review.***
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) SEBI (Depositories and Participants) Regulations, 2018 erstwhile SEBI (Depositories and Participants) Regulations, 1996;
- (i) Annual Secretarial audit report and annual secretarial compliance report for listed entities as per SEBI circular CIR/CFD/CMD1/27/2019 dated February 08, 2019;
- (j) Disclosure of reasons for delay in submission of financial results by listed entities as per SEBI circular CIR/CFD/CMD-1/142/2018 dated November 19, 2018;
- (k) Standardised norms for transfer of securities in physical mode SEBI/HO/MIRSD/DOS3/CIR/P/2018/139 dated November 6, 2018;
- (l) Strengthening the Guidelines and Raising Industry standards for RTAs, Issuer Companies and Banker circular no. SEBI/HO/MIRSD/DOS3/CIR/P/2018/115 dated July 16, 2018 read with SEBI circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018;
- (m) Standard Operating Procedure for suspension and revocation of trading of specified securities circular no. SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 3, 2018;
- (n) System-driven Disclosures in Securities Market as per SEBI circular SEBI/HO/CFD/DCR1/CIR/P/2018/85 dated May 28, 2018;
- (o) Monitoring of Foreign Investment limits in listed Indian companies SEBI circular IMD/FPIC/CIR/P/2018/74 dated April 27, 2018 read with SEBI Circular No. IMD/FPIC/CIR/P/2018/61 dated April 5, 2018;
- (p) Disclosures by listed entities of defaults on payment of interest/ repayment of principal amount on loans from banks / financial institutions, debt securities, as per SEBI circular CIR/CFD/CMD/93/2017 dated August 4, 2017;
- (q) Database for Distinctive Number (DN) of Shares as per SEBI circular SEBI/HO/MRD/DOP2DSA2/CIR/P/2019/87 dated August 01, 2019;
- (r) Disclosure of significant beneficial ownership in the shareholding pattern as per SEBI circular SEBI/HO/CFD/CMD1/CIR/P/2019/36 dated March 12, 2019;
- (s) Framework for listing of Commercial paper as per SEBI circular SEBI/HO/DDHS/CIR/P/2019/115 dated 22<sup>nd</sup> October 2019 read with Non-compliance





with provisions related to continuous disclosures as per SEBI Circular no. SEBI/HO/DDHS/DDHS/CIR/P/2020/231 dated November 13, 2020;

(t) Resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI circular CIR/CFD/CMD1/114/2019 dated 18, 2019;

(u) Disclosures of standardizing reporting of violations related to code of conduct under SEBI (PIT), 2015 as per SEBI Circular HO/ISD/ISD/CIR/P/2019/82 dated 19<sup>th</sup> July 2019;

(v) Violation of Insider Trading SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020;

(w) E-VOTING Facility as per SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020;

(x) Operational guidelines for Transfer and Dematerialization of re-lodged physical shares as per SEBI Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 07, 2020;

(y) Handling of Scores Complaints as per SEBI Circular No. SEBI/HO/OIAE/IGRD/CIR/P/2020/152 dated 13<sup>th</sup> August 2020;

(z) Automation of System Driven Disclosures as per SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 09, 2020;

(aa) Common and Simplified Norms for processing investor's service requests by RTAs and norms for furnishing PAN, KYC details, and Nomination dated SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 November 03, 2021;

(ab) Issuance of Securities in dematerialized form in case of Investor Service Requests dated SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 January 25, 2022;

(ac) Format of compliance report on Corporate Governance by Listed Entities dated SEBI/HO/CFD/CMD-2/P/CIR/2021/567 May 31, 2021;

(ad) disclosure obligations of listed entities in relation to Related Party Transactions. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 ;

(ae) Automation of disclosure requirements under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011-System Driven Disclosures - Ease of doing business circular no. SEBI/HO/CFD/DCR-3/P/CIR/2022/27 dated March 7, 2022.

And based on the above examination, I 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 including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1	SEBI circular numbered SEBI/HO/MRD/DOP2DSA2	Certain Distinctive Number Range	The Company has updated the Distinctive Number Range with the





	/CIR/P/2019/87 and dated August 01, 2019.	with respect to physical share capital of the Company is not updated with the Depositories	Depositories based on the records available with their Registrar & Share Transfer Agent, however as informed except for 2445 (Two Thousand Four Hundred and Forty Five) Equity shares (constituting 0.01 % of the paid up Equity Share Capital of the Company) where the data is not available with the Company's Registrar.
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- 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	of	Details of action taken e.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
<b>Not Applicable</b>					

- 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 31.03.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity



1	<p>Observations mentioned in Annual Secretarial Compliance Report for 31<sup>st</sup> March, 2020.</p> <p><i>Certain Distinctive Number Range with respect to physical share capital of the Company is not updated with the Depositories.</i></p>	<p>On the Observations made by in the Annual Secretarial Compliance Report for 31<sup>st</sup> March, 2021.</p> <p><i>The Company has Updated the Distinctive Number Range with the Depositories based on the records available with their Registrar &amp; Share Transfer Agent, however as informed except for 2445 (Two Thousand Four Hundred and Forty Five) Equity shares (Constituting 0.005 % of the paid-up Equity Share Capital of the Company) where the data is not available with the Company's Registrar.</i></p>	<p>The Company has updated the Distinctive Number Range with the Depositories based on the records available with their Registrar &amp; Share Transfer Agent, however as informed except for 2445 (Two Thousand Four Hundred and Forty Five) Equity shares (constituting 0.01 % of the paid up Equity Share Capital of the Company) where the data is not available with the Company's Registrar. Over the years, the Company has been able to reduce the number of such records from 5702 to 2445 and the Company would continue to take necessary steps in order to update the distinctive number range with the Depositories.</p>	<p>On the Observations made in the Annual Secretarial Compliance Report for 31<sup>st</sup> March, 2021.</p> <p>The Company has been able to reduce the number of such records from 5702 to 2445. In case of 2445 (Two Thousand Four Hundred and Forty Five) Equity shares, the Company's Registrar &amp; Share Transfer has been unable to update the same due to non-availability of data at RTA's end. due to non-availability of data at RTA's end. However, the Company is taking all necessary steps in order to update the remaining distinctive number range with the Depositories.</p>
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Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity





1	<p><b>Observations mentioned in Annual Secretarial Compliance Report for 31<sup>st</sup> March, 2019.</b></p> <p><i>Not Applicable since the Company has taken sufficient Steps and addressed the raised observations.</i></p>	<p><b>On the Observations made by in the Annual Secretarial Compliance Report for 31<sup>st</sup> March, 2020.</b></p> <p><i>Certain Distinctive Number Range with respect to physical share capital of the Company is not updated with the Depositories.</i></p>	<p><b>On the Observations made by in the Annual Secretarial Compliance Report for 31<sup>st</sup> March, 2020.</b></p> <p>The Shares on which DNR is not updated is reduced from 5702 (Five thousand Seven Hundred and Two)</p> <p>To</p> <p>2445 (Two Thousand Four Hundred and Forty Five)</p>	<p><b>On the Observations made by in the Annual Secretarial Compliance Report for 31<sup>st</sup> March, 2020.</b></p> <p>The count of Distinctive Number Range not updated with the Depositories has reduced during the financial year ended 31.03.2021 from the previous financial year.</p>
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Note:

1. This report is based on the following:
  - a) Compliances required to be done by the Company during the Financial Year ended 31<sup>st</sup> March, 2022 (i.e., the period covered for the purpose of this Report is from 01<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2022.
2. There was no event of appointment/re-appointment/resignation of statutory auditor of the Company during the review period and the Company has suitably modified the terms of appointment of its existing statutory auditor to comply with clause 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 issued by SEBI.

**Date: 09/05/2022**  
**Place: Mumbai**  
**ICSI UDIN: F002827D000283976**  
**PEER REVIEW NO: P2007MH004300**

**For HSPN & ASSOCIATES LLP**  
**Company Secretaries**

**Hemant S. Shetye**  
**Designated Partner**  
**FCS No.: 2827**  
**COP No.: 1483**

