

June 23, 2020

**BSE Limited**

Corporate Relationship Department,  
Phiroze Jeejebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

**SCRIP CODE: 503960****National Stock Exchange of India Limited**

Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051

**SCRIP CODE: BBL**

Dear Sir / Madam,

**SUB: Annual Secretarial Compliance Report for the financial year ended March 31, 2020**

Pursuant to the Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No CIR/CFD/CMD1/27/2019, dated February 8, 2019, enclosed herewith the Annual Secretarial Compliance Report for the financial year ended March 31, 2020, issued by M/s N L Bhatia & Associates, Practicing Company Secretaries.

You are requested to take the same on your record.

Thanking you,

Yours sincerely,  
**For Bharat Bijlee Limited**



**Durgesh N. Nagarkar**  
**Company Secretary & Senior General Manager,**  
**Legal**



Encl. : a/a



**N L BHATIA & ASSOCIATES**  
PRACTISING COMPANY SECRETARIES

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Tel. : 91-022-2510 0698  
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brupadhyay@hotmail.com  
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**Secretarial Compliance Report of Bharat Bijlee Limited for year ended 31<sup>st</sup> March, 2020**

We, **M/s N L Bhatia & Associates**, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Bharat Bijlee Limited ('the Company');
- (b) the filings / submissions made by the Company to the Stock Exchanges;
- (c) website of the Company;
- (d) any other document / filing, as may be relevant, which has been relied upon to make this certification;
- (e) books, papers, minute books, forms and returns filed;

for the year ended 31<sup>st</sup> March, 2020, 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:-

1. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
3. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
4. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable during the Financial Year 2019-2020)**
5. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable during the Financial Year 2019-2020)**



6. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable during the Financial Year 2019-2020)**
7. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Financial Year 2019-2020)**
8. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the Company during the Financial Year 2019-2020)**
9. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 **Not applicable to the Company;**
10. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the financial year 2019-2020);**

and based on the above examination, we hereby report that, for the year ended 31<sup>st</sup> March, 2020;

- (a) The Company 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
None			

- (b) The Company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- (c) The following are the details of actions taken against the Company / 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.	Actions 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 Company 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...	Actions taken by the Company, if any	Comments of the Practicing Company Secretary on the actions taken by the Company
Not Applicable				

Date: June 23, 2020  
Place: Mumbai  
UDIN: F008663B000367681

For M/s N. L. Bhatia & Associates  
Practicing Company Secretaries  
UIN: P1996MH055800



Bhaskar Upadhyay  
Partner  
FCS: 8663  
CP. No. 9625