



BURNPUR CEMENT LIMITED

Corporate Office : "7/1 Anandilal Poddar Sarani (Russel Street)

5th floor, Flat No -5B, Kanchana Building, Kolkata - 700071

Phone : 033-2265 3167 / 033- 4003 0212

Web : www.burnpurcement.com

CIN No. : L27104WB1986PLC040831

June 13, 2020

To
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai- 400 051
Scrip Code: BURNPUR

To
Bombay Stock Exchange Limited
Floor 25, P.J. Towers
Dalal Street
Mumbai – 400001
Scrip Code: 532931

Dear Sir,

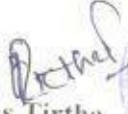
SUB: Annual Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), 2015

With reference to the above, please find enclosed herewith the copy of the Annual Secretarial Compliance Report for Financial Year ended March 31, 2020 issued by Mr. Rajesh Ghorawat, Practising Company Secretary (COP No.- 20897) pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), 2015.

This is for your information and record.

Thanking You

Yours Sincerely,
For Burnpur Cement Limited


Tapas Tirtha
Company Secretary
Encl. as Above



Secretarial compliance report of BURNPUR CEMENT LIMITED
for the year ended 31.03.2020

I, Rajesh Ghorawat have examined:

- (a) all the documents and records made available to us and explanation provided by **Burnpur Cement 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 31st March,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 there under, have been examined *to the extent of Acts/Provisions of the Acts applicable to Company*, 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;
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities)



RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

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- Regulations, 2008;
- (g) Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India(Registrars to an Issue and Share Transfer Agents) Regulations,1993
and circulars/ guidelines issued thereunder;

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/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 17(1)-Composition of Board-Notice received from BSE in this respect.(March'19 Qtr)	Failure to appoint woman Director	Company replied to BSE that Previous woman director resigned on 12.10.18 New appointment was done on 17.01.19 in its Board Meeting and requested to waive off the penalty. The violation was for 5 days only.
2.	Regulation 17(1)-Composition of Board- Notice received from NSE in this respect.((March'19 QTR)	Failure to appoint woman Director from 12.1.19 to 16.1.19	Company replied to BSE that Previous woman director resigned on 12.10.18.



RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

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			New appointment was done on 17.01.19 in its Board Meeting and requested to waive off the penalty. The violation was for 5 days only.
3	Regulation 14-Payment of fees to stock exchange(s)	Delay in payment of Listing fees to NSE & BSE	Due to issues regarding fund, there was delay regarding the payment. Fees paid to NSE on 17.09.2019 & BSE on 21.10.2019.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my 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 there under:

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.
	NSE	Delay in Appointment of Woman Director. Reg 17(1)	Fine Rs 29,500/-	Fine Paid on 31.10.19
	BSE	-Do-	Fine Rs.29,500/-	Fine Paid on 18.01.20



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	NSE	Delay in submission of Financial Results for Qtr March-17. Reg-33	Fine Rs.88,500/-	The NSE had imposed a fine of 9,46,244/- on the company but after successful hearing on 17 th October 2019, the National Stock Exchange of India has reduced the penalty amount to 88,500/-Fine Paid on 18.12.19
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(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 31.3.20 (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
1	Regulation 6(1)-	Delay in sending Reconciliation of share capital audit report for Dec'18 Quarter	Company submitted Reconciliation of share capital audit report timely with BSE but due to technical issue/error it was submitted on 18.2.19 for Q.E Dec'18 with NSE.	NIL
2	Regulation 27(2)	Chairperson of Board was Chairperson of Nomination & Remuneration Committee.	After consulting NSE Proper Committee was reconstituted by the company and	Compliance done subsequently.



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			approved in subsequent Board Meeting held on 27.07.18	
3	Regulation 6(1)	Failure to appoint Company Secretary as Compliance Officer	The Company had already been appointed the Company Secretary as Compliance Officer from 14 th June,2017 and there was no change after that. NSE was satisfied by the reply of the Company	NIL
4	Regulation 17(1)	Failure to appoint woman Director.Mar'19 quarter	Issue was rectified by Listed entity and compliance was done. The non compliance was for 5 days only.	Fine Imposed by SE paid and compliance also done.

Date: 4th June, 2020

Place: Kolkata



Rajesh Ghorawat

RAJESH GHORAWAT

FCS No.:7226

COP:20897

UDIN: F007226B000315567