

60 years
with you

**BHARAT
BHUSHAN**

SINCE 1954

BHARAT BHUSHAN FINANCE & COMMODITY BROKERS LTD.

(Corporate Identity Number : L67120DL1992PLC049038)

Regd. Office : 503, Rohit House, 3, Tolstoy Marg, New Delhi-110001

Tel.: 011-49800900 • Fax : 011-49800933

E-mail : commodities@bharatbhushan.com • Website : www.bbinvestments.in

REF: BBFCB/BSE/2021-22

18TH JUNE, 2021

To,

BSE LTD.

PHIROZE JEEJEEBHOY TOWERS,

DALAL STREET

MUMBAI-400001

SCRIP CODE: 511501

SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT PURSUANT TO REGULATION 24A OF SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015 ("LISTING REGULATIONS") READ WITH SECURITIES AND EXCHANGE BOARD OF INDIA CIRCULAR No. CIR/CFD/CMD1/27/2019 DATED FEBRUARY 8, 2019 FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2021

Dear Sirs,

In pursuance of Regulation 24A(2) of listing regulations read with SEBI circular no. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we are enclosing herewith the Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2021 issued by **Kavita Pamnani & Associates, Company Secretaries having CP no. 11099.**

This is for your information and records please.

**Thanking you,
Yours Faithfully,**

For Bharat Bhushan Finance and Commodity Brokers Ltd.

**Pankaj Singh Bisht
Company Secretary**



Encl.: as above

**KAVITA PAMNANI & ASSOCIATES
COMPANY SECRETARIES
A - 104, LOWER GROUND FLOOR,
AMAR COLONY,
LAJPAT NAGAR - IV
NEW DELHI – 110024
Phone: 011 - 41576217
Mob: 9811676217**

**SECRETARIAL COMPLIANCE REPORT OF BHARAT BHUSHAN FINANCE AND
COMMODITY BROKERS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2021**

We, Kavita Pamnani & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by Bharat Bhushan Finance and Commodity Brokers Ltd. (“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, 2021 (“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 F.Y 2020-21**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable for the F.Y 2020-21)**

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable for the F.Y 2020-21)**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable for the F.Y 2020-21)**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable for the F.Y 2020-21)**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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/ Guidelines including Specific Clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	None	None	None

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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*

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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.
1.	<p>The Listed Entity had suitably replied the notice received from the SEBI (Securities and Exchange Board of India) within stipulated time period, dated as on 22.10.2018.</p> <p>Further, following correspondence took place in the matter-</p> <ol style="list-style-type: none"> 1. preliminary submissions and request for inspection dated 18.10.2019, 2. Request for inspection of certain documents dated 27.12.2019 3. Submissions pursuant to inspection carried on 27.01.2020 4. A hearing was scheduled on 26.05.2020, however the same couldn't be held due to nationwide lockdown restrictions imposed in India because of Covid 19 Pandemic. Accordingly the Listed 	<p>Listed Entity has received the Show cause notice from SEBI (Securities and Exchange Board of India) dated 24.09.2018 and Post Equiry Show Cause Notice dated 24.09.2019 regarding National Spot Exchange of India Limited pertains to Trade Contracts with E series and without E series till the financial year 2013-2014</p>	<p>Matter is pending with authority.</p>	<p>Suitably replied by Listed Entity.</p>

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	Entity sent a request letter dated 20 th May, 2020 to SEBI, requesting to re-schedule said hearing, however no response to this was received by the Listed Entity			
2.	The Listed Entity had suitably furnished reply to notice as on 22.03.2019 i.e within stipulated time period	Listed Entity has received a Show Cause Notice from EOW (Economic Offences Wing) dated 13.03.2019 on the aforesaid matter	Matter is pending with authority.	Suitably replied by Listed Entity.

(d) There were no observations made in previous report, the question of actions taken by the Listed Entity to comply with the observations made in previous reports does not arise.

I, further report that the Listed Entity has complied with points 6(A) and 6(B) as mentioned in SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 and that they have incorporated all the terms and conditions in the engagement letter issued to the Auditors of the Listed Entity.

Place: New Delhi
Date: 18.06.2021

For Kavita Pamnani & Associates, Company Secretaries

PAMNANI Digitally signed by
KAVITA PAMNANI KAVITA
Date: 2021.06.18
16:10:22 +05'30'

Kavita Pamnani
(Prop)
FCS No.: 6288
C P No.: 11099
UDIN: F006288C000483677