

May 29, 2024

ISIN: INE791A01024

<p>To,</p> <p>The Manager (Listing) National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai- 400 051</p> <p>Symbol: BLBLIMITED</p>	<p>To,</p> <p>The Manager (Listing) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001</p> <p>Scrip Code: 532290</p>
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Subject: Annual Secretarial Compliance Report for the year ended March 31, 2024

Dear Sir/ Ma'am,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, the Annual Secretarial Compliance Report of the Company issued by Mr. Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Practicing Company Secretaries for the financial year ended March 31, 2024.

This is for your kind information and records.

Thanking you.

For **BLB Limited**



Nishant Garud
Company Secretary
M. No.: A 35026

Encl: As above

BLB Limited

CIN : L67120DL1981PLC354823
Corporate Member : NSE

Registered Office : H.No. 4760-61/23, 3rd Floor, Ansari Road, Darya Ganj, New Delhi-110 002 Tel : 011-49325600

Website : www.blblimited.com, Email : infobl@blblimited.com

**SECRETARIAL COMPLIANCE REPORT OF BLB LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors
BLB Limited
H. No. 4760-61/23, 3rd Floor, Ansari Road, Daryaganj,
New Delhi 110002

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **BLB Limited** (hereinafter referred as '**the listed entity**'), having its Registered Office H. No. 4760-61/23, 3rd Floor, Ansari Road, Daryaganj, New Delhi 110002. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We Chandrasekaran Associates, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by 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 on March 31, 2024 ("**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 ("**SEBI LODR 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; **Not Applicable during the review period**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the review period.**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the review period.**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) 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 to the extent applicable;
- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;

and circulars/guidelines issued thereunder and based on the above examination, we 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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practising Company Secretary	Management Response	Remarks
1.	Submission of Related Party disclosure for the half yearly ended September, 2023	Regulation 23 of SEBI (LODR) Regulation 2015	Two Related Party Transactions not reported in half yearly reporting for the period	N.A.	N.A.	Two Related Party Transactions not reported in half yearly reporting for the period	As on the date of report and as confirmed by management, no fine was imposed	The Company has not reported the two Related Party Transactions	The transactions will be reported and filed in the RPT	



			ended September, 2023			ended September, 2023	by any authority	ns in half yearly reporting for the period ended September, 2023 w.r.t. sale of immovable properties to the related party, however, as confirmed by the management, the same would be submitted in the half yearly reporting of Related Party Transactions for March'2024.	Report for the half year ended March 31, 2024	
2.	Submission of proceedings of Annual and Extraordinary General Meetings of the listed entity.	Regulation 30 of SEBI (LODR) Regulation 2015 read with Schedule III of said regulations.	Delay in submission of proceedings of the 42nd Annual General Meeting (AGM) to the Stock Exchanges	BSE Limited	Clarification sought for delayed submission of proceedings of Annual General Meeting	Delay in submission of proceedings of the 42nd Annual General Meeting (AGM) to the Stock Exchange after the prescribed time from the conclusion of the said General Meeting.	As on the date of report and as confirmed by management, no fine was imposed by any authority.	The Company has submitted the proceedings of the 42nd Annual General Meeting (AGM) to the Stock Exchange after the prescribed time	The Clarification letter was already submitted to BSE Limited. Due to process of compiling of various data, we	



								from the conclusion of the said General Meeting and the same were submitted within 24 hours from the conclusion of General Meeting.	were unable to make the disclosure within 12 hours and the same was made within 24 hours of conclusion of AGM
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations / Remarks of the Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violations/deviations and actions taken/penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the practicing Company Secretary on the action taken by the listed entity.
Not applicable						

We hereby report that during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section</p>	Yes	



	118(10) of the Companies Act, 2013 and mandatorily applicable.		
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website 	Yes	The Company has maintained the website and all the disclosures are made therein, however, the Company is in process of updating its website in terms of the advisory issued by National Stock Exchange Limited and Bombay Stock Exchange Limited
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	Based on the confirmation received from the directors of the listed Company
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p>	N.A.	There is no subsidiary of the Company.
	<p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	N.A.	



6.	<p>Preservation of Documents:</p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	Yes	
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.</p>	Yes	
		N.A.	The Company has obtained the prior approval of the Audit Committee for all Related Party transactions.
9.	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	No	The Company has submitted the proceedings of the 42 nd Annual General meeting (AGM) to the Stock Exchanges after the prescribed time from the conclusion of the said General Meeting and the same were submitted within 24 hours from the conclusion of General Meeting.
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with</p>	Yes	Basis the advisory given in the previous financial year's Secretarial



	Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.		Compliance Report w.r.t. Strengthening the process for Structured Digital Database maintained under SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has not captured a UPSI event in the said database.
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	No	Except as given in para (a) above.
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	N.A.	The auditor has not resigned during the period.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	As given in para (a) above.

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.



3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.
5. This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to financial year ended March 31, 2024.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
7. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

For Chandrasekaran Associates

Company Secretaries

FRN: P1988DE002500

Peer Review Certificate No: 5715/2024

**Shashikant Tiwari**

Partner

Membership No. F11919

Certificate of Practice No. 13050

UDIN: F011919F000426520



Date: 23.05.2024

Place: New Delhi