

BLUE CHIP INDIA LIMITED

10, PRINCEP STREET, 2ND FLOOR, KOLKATA - 700 072

Phone : (033) 4002-2880 ♦ FAX : (033) 2237-9053

E-mail : info@bluechipind.net

Website : www.bluechipind.net

CIN : L65991WB1993PLC060597

Date: 30.05.2019

The Secretary
The Calcutta Stock Exchange Asso. Ltd.
7, Lyons Range
Kolkata – 700 001

The Asst. General Manager – Listing
The National Stock Exchange of India Ltd.
Plot No. C/1, Block-G
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

The Asst. General Manager
Department of Corporate Services
Bombay Stock Exchange Ltd.
25th Floor, Phiroz Jeejeeboy Towers
Dalal Street, Mumbai – 400 001

Script Code:

BSE: 531936

NSE: BLUECHIP

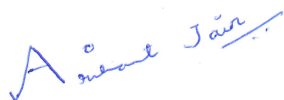
Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for "Financial year ended 31st March 2019.

In terms of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued to the Company viz. **Blue Chip India Ltd.** by M/s Ankita Goenka & Associates, Company Secretaries, for the financial year ended 31st March, 2019.

This is for your information and records.

For Blue Chip India Ltd.



Arihant Jain

(Managing Director)

DIN: 00174557

**SECRETARIAL COMPLIANCE REPORT
OF
Blue Chip India Limited
FOR THE YEAR ENDED 31.03.2019**

We Ankita Goenka & Associates, a firm of Company Secretaries having our office at BE-99 salt lake City Kolkata-700064 have examined:

- A. All the documents and records made available to us and explanation provided by *BLUE CHIP 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 31.03.2019 ("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;
- 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) Regulations, 2008;

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Ankita Goenka

Proprietor

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;

And based on the above examination, I/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

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 | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|---------|---|--|---|---|
| 1. | The company had receipt an email on may 28, 2018 from NSE for non submission of statement of modified opinion to the exchange | As per notice | NA | Company had submitted a clarification though email on 6.6.2018 regarding submission modified opinion along with financial result dated 25.5.2018. The company further submitted clarification regarding the same on 27.6.2018 |
| 2. | The Bombay Stock Exchange sent a letter vide letter no. LIST/COMP/Reg.27(2) & Reg 17 to 21/Dec-18/ 531936/1093/2018-19 dated January 31, 2019 | Regulation 17(1) of Listing Regulation | Imposed a fine of Rs 2,89,100 (incl GST @18%) for the non-compliance to be paid by the Company within 15 days from date of afore mentioned letter i.e. January 31, 2019 | As on 11.02.2019, 'Shri Shyamal Banerjee (DIN : 00194544) appointed as an Additional Director (Non-Executive and Independent Director) of the Company. Remittance of Payment of fines for Non- Compliance with Regulation of SEBI (LODR) Regulation , 2015 details as under: Amount- Rs 2,89,100 Cheque / DD No- 754178 DATE- 15/02/2019 UTR No.- CNRBR52019021500703531 |

ANKITA GOENKA & ASSOCIATES

Ankita Goenka
Proprietor

ANKITA GOENKA & ASSOCIATES, COMPANY SECRETARIES

BE-99 SALT LAKE CITY, KOLKATA- 700064

M- +91- 7439333176

@ ankita.goenka86@gmail.com

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|---|---|---------------|---|--|
| 3 | <p>National Stock Exchange vide letter NSE/ LISTCOMP/3162 dated January 21, 2019 had observed the non-compliance in Corporate Governance Report submitted under Regulation 27(2) of Listing Regulation wherein an explanation was sought from the company as half of the Board is not independent (From November 13, 2018).</p> <p>Further, NSE vide letter No. NSE/LIST -SOP /FINES/72800/94 dated January 31, 2019 and of Regulation 17(1) of Listing Regulations to be paid by the company within 15 days from date of afore mentioned letter i.e, January 31, 2019.</p> | As per letter | Levied penalty | <p>As on 11.02.2019, Shri Shyamal Banerjee (DIN : 00194544) appointed as an Additional Director (Non-Executive and Independent Director) of the Company.</p> <p>Remittance of Payment of fines for Non- Compliance with Regulation of SEBI (LODR) Regulation , 2015 details as under: Amount- Rs 2.89,100 Cheque / DD No- 754179 DATE- 15/02/2019 UTR No.- CNRBR52019021500703391</p> |
| 4 | Notice from NSE for Non – Compliance observed in Corporate Governance Report submitted under Reg 27(2) of SEBI dated 15 April 2019 reason Half of the board is not independent Quarter ended march 2019 | As per notice | NA | Compliances were made |
| 5 | Notice for Non –Compliance of listing Regulation 31 vide NSE/LIST-SOP/REG-31/FINES /80669 | As per notice | Imposed a fine of Rs 7080(inl GST 18%) for Non-Compliance Dated 25-4-2019 | Compliances were made |
| 6 | Notice for Non –Compliance of listing Regulation 17(1) vide LIST /COMP/REG.27(2) & REG.17 TO 21/MAR-19/531936/37/2019-20 | As per notice | Imposed a fine of Rs 241900 (inl GST 18%) for Non-Compliance Dated 2-5-2019 | Compliances were made |

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Ankita Goenka

Proprietor

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... <i>(The years are to be mentioned)</i> | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|---------|--|--|--|---|
| 1. | The Company had received an email in the previous year on 09.03.2018,28.03.2018, 06.04.2018 from BSE. w.r.t requirements for submission of Financial Result as per IND-AS Format by NBFC | 2017-2018 | The company had made a reply on the same | The company had made a reply on the same on 27.03.2018,30.03.2018 and 18.04.2018 w.r.t requirements for submission of Financial Result as per IND-AS Format by NBFC |

Place:KOLKATA
Date:28/05/2019

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Ankita Goenka
Proprietor

Signature with Stamped
Ankita Goenka
(Ankita Goenka & Associates
ACS No.:37776
C P No.:14204