



**Birla Corporation Limited**

**Corporate Office:**

1, Shakespeare Sarani,  
A.C. Market (2<sup>nd</sup> Floor), Kolkata 700 071

P: 033 6603 3300-02

F: +91 332288 4426

Ref. No. 74G/

6th July, 2020

Corporate Relationship Department  
BSE Limited  
1st Floor, New Trading Ring, Rotunda Building, P.J. Towers,  
Dalal Street, Fort,  
Mumbai- 400 001  
Fax No. (022) 2272 2037/2039/2041/2061/3121/3712

The Manager  
Listing Department,  
National Stock Exchange of India Limited  
'Exchange Plaza', C-1, Block G,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai- 400 051  
Fax No. (022) 2659 8237/8238/8348

Dear Sir(s),

Sub: **Annual Secretarial Compliance Report  
for the year ended 31st March, 2020**

Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019 we are enclosing herewith the Annual Secretarial Compliance Report of the Company issued by M/s. Mamta Binani & Associates, Company Secretaries, for the year ended 31st March, 2020.

This is for your information and records.

Thanking you,

Yours faithfully,  
For **BIRLA CORPORATION LIMITED**

**(GIRISH SHARMA)**  
**Jt. President (Indirect Taxes)**  
**& Company Secretary**

Encl: As above

**ANNUAL SECRETARIAL COMPLIANCE REPORT**

**OF**

**BIRLA CORPORATION LIMITED**

**FOR THE YEAR ENDED 31.03.2020**

We have examined:

- (a) all the documents and records made available to us and explanation provided by Birla Corporation 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 31.03.2020 (“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 thereunder, have been examined, include:

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

- (e) 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;
- (f) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015

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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 13(3) of SEBI(LODR) Regulations, 2015	Non-submission of the statement on shareholder compliants for the quarter ended June 2019 within the period prescribed	The Company had submitted its reply indicating filing of said statement once again with the exchange and details of payment of fines for Non-compliance with regulations of SEBI(LODR) Regulations, 2015.

- (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.	BSE Ltd.	Non-submission of the statement on shareholder compliants for the quarter ended June 2019 within the period prescribed	Fine of INR 8260/- (Rupees Eight Thousand Two Hundred and Sixty Only) including GST @18% was imposed by the BSE Ltd.	<p>This is caused due to some technical issues in the system.</p> <p>However, the company has duly submitted the statement to the BSE again.</p> <p>The Company had contested the levy of fine and has deposited the amount under protest.</p>

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

**Mamta Binani & Associates**  
COMPANY SECRETARIES

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year end <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
NIL				

- (e) The Listed entity has complied with the provisions of SEBI Circular CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019, in terms of Para 6(A) and 6(B) of the said circular and has suitably modified the terms of appointment of its Statutory Auditors for the financial year ending March 31,2020.

For Mamta Binani & Associates

*Madhuri Pandey*

CS Madhuri Pandey  
Partner  
CP No. : 20723  
Membership No: A55836



UDIN: A055836B000358919

Place: Kolkata

Date: 22.05.2020