Tel.: 91-22-4043 6666

Email: info@bhageriagroup.com Website: www.bhageriagroup.com



REGD. OFF.: OFFICE NO. 1002, 10TH FLOOR, TOPIWALA CENTRE, OFF S. V. ROAD, NEAR GOREGAON RAILWAY STATION, GOREGAON (WEST), MUMBAI - 400 062. CIN: L40300MH1989PLC052574

Date: June 4, 2021.

To,

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai- 400051

Scrip Name: BHAGERIA

BSE Limited

Listing Department P.J. Towers, 1st Floor, Dalal Street, Fort, Mumbai – 400 001

Scrip Code: 530803

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2021:

Ref: Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019:

Dear Sir/Ma'am,

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we are enclosing herewith the Annual Secretarial Compliance Report for the year ended March 31, 2021, issued by M/s. GMJ & Associates, Practicing Company Secretaries.

Kindly take the same in your record and acknowledge.

Thanking you,

Yours faithfully,

For Bhageria Industries Limited

Krunal Wala

Company Secretary

& Compliance Officer

Encl.: As above

Certified Company: ISO 9001 : 2015 | ISO 14001 : 2015 | OHSAS 45001 : 2018



Tel. No.: 6191 9293 Email: cs@gmj.co.in

SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

(Pursuant to SEBI circular - CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To, BHAGERIA INDUSTRIES LIMITED

Office No. 1002, 10th Floor, Topiwala Centre, Off. S.V. Road, Goregaon (West), Mumbai 400 062.

CIN: L40300MH1989PLC052574

Authorized Share Capital: Rs.25,00,00,000/-

We **GMJ** & **Associates**, **Company Secretaries** have conducted the Secretarial Compliance Audit of the applicable SEBI Regulations and the circulars/ guidelines issued thereunder for the Financial Year ended March 31, 2021 of **Bhageria Industries Limited** ("the listed entity"). The audit was conducted in a manner that provided us a reasonable basis for evaluating the statutory compliances and expressing our opinion thereon.

We 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 31.03.2021 ("Review Period") in respect of compliance with the provisions of:

i. The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

Contd...2...





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...2...

- ii. 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");
- iii. The following Regulations prescribed under The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the circulars/ guidelines issued thereunder, have been examined:
 - 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 (Prohibition of Insider Trading) Regulations, 2015;
 - e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the review period)
 - f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during the review period)
 - g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the review period)
 - h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the company during the review period)

Based on our examination and verification of the documents and records produced to us and according to the information and explanations given by the Company, we report that:-

(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:-

Contd...3...





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...3...

Sr.	Compliance Requirement	Deviations	Observations/ Remarks of			
No.	(Regulations/ circulars /		the Practicing Company			
	guidelines including		Secretary			
	specific clause)					
Not Applicable						

- (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.	Action	Details of violation	Details of action taken	Observations/			
No	taken by		e.g. fines, warning letter,	Remarks of the			
			debarment, etc.	Practicing Company			
				Secretary, if any			
Not Applicable							

(d) The Company was not required to take any action with regard to compliance with the observations made in previous reports as the same was not applicable.

Sr.	Observations of the	Observations made in the	Actions taken	Comments of the			
No	Practicing Company	secretarial compliance	by the listed	Practicing			
	Secretary in the	report for the year ended	entity, if any	Company			
	previous reports	(The years are to be		Secretary on the			
		mentioned)		actions taken by			
				the listed entity			
Not Applicable							

Contd...4...





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...4...

Note: Due to the prevailing restrictions in Mumbai, Maharashtra due to COVID -19 pandemic, physical examination of documents under SEBI Act and Regulations was not possible; we have therefore relied upon the documents provided by the Company through Virtual Private Network (VPN) for Audit purpose.

For GMJ & ASSOCIATES Company Secretaries

[SONIA CHETTIAR]

PARTNER

ACS: 27582 COP: 10130 UDIN: A027582C000327431

PLACE: MUMBAI DATE: MAY 15, 2021.

