

ANIL SOMANI & ASSOCIATES

Company Secretaries

D-94, Ist Floor, indra Market, Bhilwara, Rajasthan - 311001

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Secretarial compliance report of Birla Precision Technologies Limited for the year ended 31st March, 2021

1. We have examined:-

- (a) all the documents and records made available to us and explanation provided by ***Birla Precision Technologies 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 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");

2. 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;
- (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, 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.	<i>Regulation 6 (1) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</i>	<i>The company has not appointed Company Secretary as compliance officer</i>	<i>The listed entity has not appointed Company Secretary as compliance officer after resignation of Shaijal Jain w.e.f.12.10.2020</i>
2.	<i>Regulation 44 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</i>	<i>Delayed filing of voting result for the Annual General Meeting held on 29.12.2020</i>	<i>The listed entity has Delayed filed voting result for the Annual General Meeting held on 29.12.2020 after expiry of 48 hours from conclusion of the meeting</i>
3.	<i>Regulation 31 (1) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</i>	<i>100% percent of shareholding of promoter(s) and promoter group shall be in dematerialized form.</i>	<i>Total promoters and promoter group shareholding of the listed entity as on 31.03.2021 not holding 100% in dematerialized form.</i>
4.	<i>Regulation 34 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</i>	<i>Non filing of annual report for financial year 2019-20 in XBRL under Regulation 34</i>	<i>The listed entity has not filed annual report for financial year 2019-20 in XBRL mode.</i>
5.	<i>Regulation 46 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</i>	<i>Website of the Company is not updated</i>	<i>The listed entity has not maintained updated website as per Regulation 46</i>
6.	<i>Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015</i>	<i>Delayed filing of intimation of closure of trading window</i>	<i>The listed entity has filed intimation of closure of trading window for the quarter ended 30.09.2020 on 05.10.2020.</i>
7.	<i>Regulation 74(5) of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018</i>	<i>Delay filing of Confirmation certificate under Regulation 74(5)</i>	<i>Confirmation certificate under Regulation 74(5) for the quarter ended 31.12.2020 delayed filed with stock exchange by the listed entity on 25.06.2021.</i>

- (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 our examination of those records.
- (c) The following are the details of action taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI 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 except in respect of matters specified below:

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
Not applicable				

- (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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	<i>The listed entity has filed Corporate Governance Report for the quarter ended 31.03.2019 on 25.04.2019</i>	<i>The file was revised due to change in details.</i>	<i>The company has delayed filed Corporate Governance Report for the quarter ended 31.03.2019.</i>
2.	<i>The listed entity has filed Shareholding pattern for the quarter ended 31.03.2019 on 24.04.2019.</i>	<i>The Company has taken adequate measures to avoid lapse in future.</i>	<i>The company has delayed filed Shareholding pattern for the quarter ended 31.03.2019.</i>
3.	<i>Total promoters and promoter group shareholding of the Company as on 31.03.2020 not holding in dematerialized form.</i>	<i>The Company is in pursuit of getting shares transferred in demat form.</i>	<i>Still 100% percent of shareholding of promoter(s) and promoter group not in dematerialized form as per Regulation 31 (1) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</i>

4.	<i>The listed entity has filed Disclosure of related party transaction for the year ended 31.03.2019 on 01.07.2019 delayed by 4 days. Due date of filing is 27.06.2019.</i>	<i>The Company has taken steps in reducing delay of filing the compliances.</i>	<i>The company has delayed filed Disclosure of related party transaction for the year ended 31.03.2019.</i>
5.	<i>The listed entity has filed intimation of closure of trading window for the quarter ended 30.09.2019 on 03.10.2019.</i>	<i>The delay was due to unwarranted circumstances faced by the compliance officer.</i>	<i>The company has delayed filed closure of trading window for the quarter ended 30.09.2019.</i>
6.	<i>Confirmation certificate under Regulation 74(5) for the quarter ended 30.06.2019 has filed delayed on 25.06.2020</i>	<i>The Company has followed proper procedures in future.</i>	<i>The company has delayed filed Confirmation certificate under Regulation 74(5) for the quarter ended 30.06.2019</i>

For **Anil Somani & Associates**
Company Secretaries

Place: Bhilwara
Date: 25th June, 2021

Anil Kumar Somani
ACS: 36055
COP: 13379
UDIN: A036055C000481126