



**ABHISHEK J & CO.
COMPANY SECRETARIES**

1923 Maliwara,
Chandni Chowk, Delhi - 110006
Handheld: +91 95600 54705
Email: csabhishek2@gmail.com

SECRETARIAL COMPLIANCE REPORT

OF

B.C. POWER CONTROLS LIMITED

FOR THE YEAR ENDED MARCH 31, 2019

I, CS Abhishek Jain, Practicing Company Secretary have examined:

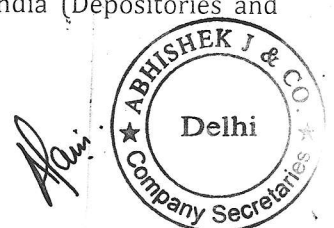
- (a) all the documents and records made available to us and explanation provided by **B.C. Power Controls Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended March 31, 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 (Prohibition of Insider Trading) Regulations, 2015;
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 up to October 02, 2018 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 w.e.f. October 03, 2018;
- (f) And circulars / guidelines / amendments issued thereunder.





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And based on the above examination, I 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 in so far as it appears from my examination of those records;
- C. There is no action 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;
- D. This being the first report from the date of notification of the requirement to submit this report, reporting on actions to comply with the observations made in previous report does not arise.

I further report that, during the review period, following regulations issued by SEBI were not applicable to the Company, since there were no such instances occurred during the review period that require the Compliance under the said regulations:

- A. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- B. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- C. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- D. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- E. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- F. And circulars / guidelines / amendments issued thereunder.

Date: May 29, 2019

Place: New Delhi

**For ABHISHEK J & CO.
Company Secretaries**



**CS Abhishek Jain
M. No. A28201
COP No. 16592**