

The Listing Department
BSE Limited
P. J. Towers, Dalal Street,
Mumbai 400 001

Regd. & Corporate Office :

Bharat House, 5th Floor,
104, Bombay Samachar Marg,
Mumbai - 400 001, India

Phone : +91 (22) 6637 8200

Fax : +91 (22) 2267 5601

E-mail : legal@batliboi.com

Web : www.batliboi.com

CIN : L52320MH1941PLC003494



Scrip Code: 522004

29th June, 2021

Dear Sir / Madam,

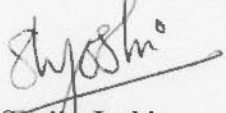
Sub: Annual Secretarial Compliance Report for the financial year ended 31st March, 2021

Pursuant to Regulation 24A of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019, please find enclosed the Annual Secretarial Compliance Report issued by M/s Jayshree Dagli & Associates, Practising Company Secretaries, for the year ended 31st March, 2021.

Kindly take the above on your record.

Thanking you,

Yours faithfully,
For Batliboi Limited


Sanjiv Joshi
Managing Director
Place: Mumbai
Encl: As above





Date: May 28, 2021

The Board of Directors

Batliboi Limited
Bharat House, 5th Floor,
104, Mumbai Samachar Marg, Fort,
Mumbai-400001.

Dear Sirs,

SUB: Secretarial Compliance Report of Batliboi Limited for the year ended March 31, 2021

We, JAYSHREE DAGLI & ASSOCIATES, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Batliboi 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, 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");

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 as amended and the circulars / guidelines issued thereunder;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - Not applicable, as there was no issue of specified securities during the year.
- (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; - Not applicable as there was no buy-back of securities during the year
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - Not Applicable as there are no NCRPS issued and listed currently by the Company

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(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; as amended and circulars/ guidelines issued thereunder;

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 34 read with Schedule V of the SEBI (LODR) Regulations, 2015	The SEBI (LODR) Regulations, 2015 require the Company to disclose certain information Annual Report which is required to be submitted to the Stock exchange and also published on the website of the Company.	There had been certain deficiencies in the Directors' Report for the F.Y 2019-20 such as non-inclusion of Statement regarding opinion of Board w.r.t integrity, expertise and experience of Independent Directors, Web address where Annual Return was placed, reply to the comments / adverse remarks of Secretarial Auditor in their Secretarial Audit Report (Form MR-3) dated July 18, 2020, information about Internal Control System in Management Discussion and Analysis report, etc. which was not in line with the relevant provision of the 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.

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**JAYSHREE DAGLI & ASSOCIATES**

COMPANY SECRETARIES

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(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.
NIL				

(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Regulation 3(4) of SEBI(PIT) Regulations, 2015- Non-disclosure agreement	31.03.2020	The Company has timely informed the persons possessing UPSI regarding closure of trading window and also have maintained structured database containing the details along with time stamp when UPSI is shared.	The Company was required to enter into agreement with the persons with whom UPSI is shared to maintain confidentiality and non-disclosure obligations. However, the Company has not entered into the same and therefore, it is suggested to enter into agreements to keep UPSI confidential and also in line with the SEBI Regulations.

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Jayshree S. Joshi

B. Com. (Hons.), LL.B., F.C.S.
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JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

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2.	Regulations 3(5) of SEBI (PIT) Regulations, 2015 Structured Database	31.03.2020	The Company has established Structured Digital database in accordance with the provisions of the SEBI (PIT) Regulations, 2015.	The Structured Digital Database now maintained by the Company is in line with the provisions of the SEBI (PIT) Regulations, 2015.
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For **JAYSHREE DAGLI & ASSOCIATES**
COMPANY SECRETARIES

Unique Code: S1995MH013400

Jayshree S. Joshi

JAYSHREE S. JOSHI
Membership No.: F.C.S. 1451 ;
CP No.: 487
UDIN: F001451C000386814

Place : MUMBAI
Date : May 28, 2021.