

BHATIA COMMUNICATIONS & RETAIL (INDIA) LIMITED

BHATIA'S[®]
The mobile one stop shop

CIN: L32109GJ2008PLC053336

Regd Off: 132, Dr. Ambedkar Shopping Centre, Ring Road, Surat-395002
Email: info@bhatiamobile.com, Ph: 0261-2349892
Website : www.bhatiamobile.com

Date: 30/05/2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

Scrip ID/ Code : BHATIA/ 540956
Subject : Annual Secretarial Compliance Report for the Financial Year ended March 31, 2022
Reference No. : Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019

Dear Sir/Madam,

As per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; please find attached the Annual Secretarial Compliance Report of Bhatia Communications & Retail (India) Limited ("the Company") for the Financial Year ended March 31, 2022, issued by Mr. Ranjit Binod Kejriwal, Practicing Company Secretary, Secretarial Auditor of the Company.

Request you to please take the same on your records.

Thanking You,
Yours Faithfully,

For Bhatia Communications & Retail (India) Limited

Sanjeev Harbanslal Bhatia
Managing Director
DIN: 02063671



Place: Surat

Encl: Annual Secretarial Compliance Report



RANJIT KEJRIWAL

Company Secretaries & Registered Valuer (SFA)

**Secretarial compliance report of
M/s Bhatia Communications & Retail (India) Limited
For the year ended 31.03.2022**

To,
The Board of Directors
Bhatia Communications & Retail (India) Limited
CIN: L32109GJ2008PLC053336
132, Dr. Ambedkar Shopping Centre,
Ring Road, Surat-395002

Auditor's Responsibility:

Our responsibility is to express an opinion on compliance of these acts, rules, regulations and circulars and maintenance of records based on our audit. We conducted our audit in accordance with the Secretarial Auditing Standards issued by the Institute of Company Secretaries of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about compliance of acts, rules, regulations and circulars and maintenance of records.

We further state that due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some material misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with standards.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

I, Ranjit Binod Kejriwal have examined the records of M/s Bhatia Communications & Retail (India) Limited ("the Company") which comprises:

- All the documents and records made available to us and explanation provided by the Company
- The filings/ submissions made by the listed entity to the stock exchanges,
- Website of the listed entity,
- Any other document/filing, as maybe relevant, which has been relied upon to make this certification.

For the financial year ended **31.03.2022** ("Review Period") in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, Guidelines issued thereunder; and
- 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:-

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital And Disclosure Requirements) Regulations, 2018; **the regulation is not applicable during the Financial Year 2021-22**
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **the regulation is not applicable during the Financial Year 2021-22**
- (e) SEBI (Share Based Employee Benefits) Regulations, 2014; **the regulation is not applicable during the Financial Year 2021-22**
- (f) SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **the regulation is not applicable during the Financial Year 2021-22**
- (g) SEBI (Prohibition of Insider Trading) Regulations, 2015
and circulars/guidelines issued thereunder;

And based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, 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 there under, 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	SEBI (Prohibition of Insider Trading) Regulations 2015	Mr. Rachit Naresh Narang, Independent Director of the Company traded in shares of the Company when trading window was closed.	Show Cause Notice was served to Mr. Rachit Naresh Narang and the Board levied penalty of Rs. 73,062/- for violating the Code. Necessary Disciplinary actions had been taken and reported to the Stock Exchange

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circular/guidelines issued there under 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 promoter/ directors/material subsidiaries either by SEBI or by stock exchange (including under the standard operating procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/guidelines issued there under:

Sr. No.	Action taken by	Details of Violation	Details of action E.g. fines, warning letter, debarment, etc.	Observations/Remarks of the Practicing Company Secretary, if any.
NIL	NIL	NIL	NIL	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	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	The Company has intimated that Board Meeting on 30-06-2020 shall start at 04.00pm but as per Outcome	31st March, 2021	Due to circumstances beyond the control of the Board, the meeting could not be started on pre-decided time but was	The Board Meeting was held on the same date but after the scheduled time of the board meeting. We have not found any



	Filed, the board meeting started at 06.05pm.		started two hours late at 6.05 p.m.	ulterior motive for the same.
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- (e) During the year under review no appointment/ re-appointment/ resignation of statutory auditor of the Company had occurred except that the term of the statutory auditor of the company M/s R Kejriwal & Co. (Chartered Accountant) has expired and M/s R P R & Co. (Chartered Accountant) is appointed as the Statutory Auditor of the Company for a period of five years. The Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Date: 30/05/2022
Place: Surat



Signature:

Name of PCS: Ranjit Binod Kejriwal

FCS No.: 6116

C P No.: 5985

UDIN: F006116D000426745

PR: 12004GJ424500

This report is to be read with our letter dated 30th May, 2022 which is annexed and forms an integral part of this report.



RANJIT KEJRIWAL

Company Secretaries & Registered Valuer (SFA)

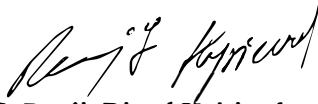
To,
The Members,
Bhatia Communications & Retail (India) Limited
(CIN: L32109GJ2008PLC053336)
132, Dr. Ambedkar Shopping Centre,
Ring Road, Surat-395002

Our report dated 30.05.2022 is to be read along with this letter:

1. Compliance with the provisions of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 and the SEBI regulations and Circulars is the responsibility of the management of the Company. My responsibility is to express an opinion on these compliances based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the compliance of SEBI LODR, SEBI regulations and SEBI Circulars. The verification was done on test basis to ensure that correct facts are reflected in the compliance records. I believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of SEBI LODR and other SEBI regulations on test basis.
6. The Annual Secretarial Compliance Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 30/05/2022
Place: Surat



Signature: 

Name of PCS: Ranjit Binod Kejriwal

FCS No.: 6116

C P No.: 5985

UDIN: **F006116D000426745**

PR: 12004GJ424500

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202, Balaji Business Centre, Subhash Road, Vile Parle (E), Mumbai-400 057. | 022-49737235 | csrkmumbai@gmail.com

**ADVISORY | AUDIT | TAX | GST | CORPORATE LAWS | IPO | LOAN | RESTRUCTURING | VALUATION |
NCLT | INSOLVENCY | COST ACCOUNTING | BUSINESS MANAGEMENT**