



Formerly known as BIL Continental Ltd.

Date: 26.06.2021

To
The Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai - 400001
Maharashtra.

SCRIP CODE: 530841

Sub: Annual Secretarial Compliance Report under Regulation 24(A) of the SEBI (LODR) Regulations, 2015 of the Company for the year ended March 31, 2021.

Dear Sir/Madam

With reference to the SEBI Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019 and pursuant to Regulation 24 (A) of the SEBI (LODR) Regulations, 2015, please find Annual Secretarial Compliance Report duly signed and issued by the Practicing Company Secretary for the year ended March 31, 2021.

This is for your information and record. Kindly acknowledge receipt.

Thanking you,

Yours faithfully:

FOR SHRI BHOLANATH CARPETS LIMITED

A.K. PAL
Company Secretary

Place: Varanasi

Encl: 9/a

WE CARPET THE WORLD

Registered Office:
G. T. Road, Kachhawan, Varanasi-221313, Uttar Pradesh, India
Phone: +91-542-26 20 221 • Fax: +91-542-26 20 090
Email: info@bholanath.biz • Website: www.bholanath.biz

CIN: L17226UP1973PLC003746



RAKESH MISHRA & ASSOCIATES

COMPANY SECRETARIES

Regd. Office: Office No. 706, Neelkanth Tower, Kanakia Road, Beverly Park, Mira Road East, Thane- 401107. T: 91 22 6161 7088 | e-mishrarakesh1410@gmail.com |

Annual Secretarial Compliance Report for the year ended 31st March 2021

To,
SHRI BHOLANATH CARPTES LIMITED,
G.T. Road, Kachhawan,
Varanasi - 221313,
Uttar Pradesh.

We, Rakesh Mishra & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by **Shri Bholanath Carpets 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 there under 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; *(Not Applicable to the Company for the period under review)*
- (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 to the Company for the period under review)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(Not applicable to the Company for the period under review)*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not applicable to the Company for the period under review)*



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(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *(Not applicable to the Company for The period under review)*

(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 Requirements <i>(Regulations/Circulars/Guidelines including specific clauses)</i>	Deviations	Observations/Remarks
1	<i>Regulation 23(9) of the SEBI (LODR) Regulations, 2015: Non submission with disclosure of related party transactions on consolidated basis for the half year ended 30th September, 2020.</i>	<i>The disclosure of related party transactions for the half year ended 30th September, 2020 should have been disclosed within 30 days of result declaration but the company not filed within the time prescribed.</i>	<i>The Company replied the BSE fine notice on dated 19.01.2021 & 25.06.2021 by email and told that the said provisions is not applicable on them as because the Company's paid up equity share capital not exceeding rupees 10 crore and net worth not exceeding rupees 25 crore as on the last day of the previous financial year.</i>
2	<i>Regulation 33 of the SEBI (LODR) Regulations, 2015: Non submission of financial results within the prescribed period under this regulations for the quarter ended December, 2020.</i>	<i>The unaudited financial results along with limited review report for the quarter ended 31st December, 2020 not filed within the time prescribed.</i>	<i>The Company on time submitted results for the quarter ended 31.12.2021 but in complete i.e. or except the Limited Review Report thereon. However the Company's</i>



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			<i>got email from the BSE on dated 17.02.2021 for instructions for submission of the same LRR at earliest. The Company's same submitted the report in next day i.e. on dated 18.02.2021 and email the same.</i>
3	<i>Regulation 6(1) of the SEBI (LODR) Regulations, 2015: Non appointment of Company Secretary within time limit.</i>	<i>The Company Secretary should be appointed as per Regulation 6(1) of the SEBI (LODR) Regulations, 2015 for the quarter ended 31st March, 2020</i>	<i>The Company replied on email on dated 01.09.2020 for requesting to drop the action initiated against & disposes of the notice served. Further, the Company failed to appoint the Company Secretary due to the not readiness of Professional to relocate here as of the Company situated in the remote area which is far away from the Varanasi city.</i>

(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:



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<i>Sr. No</i>	<i>Action taken by</i>	<i>Details of Violation</i>	<i>Details of Action taken</i>	<i>Comments on the Actions taken by the Company</i>
1	Bombay stock exchange (BSE)	<i>As per Regulation 23(9) of the SEBI (LODR) Regulations, 2015, The disclosure of related party transactions for the half year ended 30th September, 2020 should have been disclosed within 30 days of result declaration but the company not filed within the time prescribed.</i>	<i>The Company is liable to pay fine amount of Rs. 206,500/- (penalty inclusive of GST @ 18%) within 15 days of letter dated January 18, 2021 to the BSE in view of the SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 03, 2018.</i>	<i>The Company replied the BSE fine notice on dated 19.01.2021 & 25.06.2021 by email and told that the said provisions is not applicable on them as because the Company's paid up equity share capital not exceeding rupees 10 crore and net worth not exceeding rupees 25 crore as on the last day of the previous financial year.</i>
2.	Bombay stock exchange (BSE)	<i>As per Regulation 33 of the SEBI (LODR) Regulations, 2015, Audited financial results for the quarter ended 31st December, 2020, Company not filed within the time prescribed.</i>	<i>The Company is liable to pay fine amount of Rs. 17,700/- (penalty inclusive of GST @ 18%) within 15 days of letter dated March 15, 2021 to the BSE in view of the SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 03, 2018.</i>	<i>The Company on time submitted results for the quarter ended 31.12.2021 but in complete i.e. or except the Limited Review Report thereon. However the Company's got email from the BSE on dated 17.02.2021 for instructions for submission of the same LRR at</i>



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				<p>earliest. The Company's same submitted the report in next day i.e. on dated 18.02.2021 and email the same.</p>
3.	<p>Bombay stock exchange (BSE)</p>	<p>As per Regulation 6(1) of the SEBI (LODR) Regulations, 2015, Company should appoint qualified Company Secretary, however Company failed to appoint.</p>	<p>The Company is liable to pay fine amount of Rs. 107,380/- (penalty inclusive of GST @ 18%) within 15 days of letter dated August 5, 2020 to the BSE in view of the SEBI Circular no .SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 03, 2018.</p>	<p>The Company replied on email on dated 01.09.2020 for requesting to drop the action initiated against & disposes of the notice served. Further, the Company failed to appoint the Company Secretary due to the not readiness of Professional to relocate here as of the Company situated in the remote area which is far away from the Varanasi city.</p>
4.	<p>Bombay stock exchange (BSE)</p>	<p>BSE issued Regret letter for waiver of fines levied under regulation 31, pursuant to SEBI Circular</p>	<p>The Company is liable to pay fine amount of Rs. 21,240/- (penalty inclusive of GST @ 18%) within 10 days of letter dated April 20, 2021 to the BSE in view of the SEBI Circular no.SEBI/HO/CFD/CMD/CIR/P/</p>	



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5.	Bombay stock exchange (BSE)	<p>SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020. (Erstwhile SEBI circular SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 03, 2018)</p> <p>BSE issued Reminder for freezing of promoter demat account for Non-compliance/non payment of fines for Regulation 27(2)/31/ 13(3)/ 76 for March 2020</p>	<p>2018/77 dated May 03, 2018.</p> <p>The Company is liable to pay fine amount of Rs. 263,140, /- (penalty inclusive of GST @ 18%) within 7 days of letter dated September 4, 2020 to the BSE in view of the SEBI Circular no.SEBI/HO/CFD/CMD/CIR/P/2018/77 dated May 03, 2018.</p>	
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations in the previous Reports	Observations made in the Secretarial Compliance Report	Actions taken by the Listed Entity; if any	Comments on the Actions taken by the Company
1	Regulation 13(3) of the SEBI (LODR) Regulations, 2015: Non submission of Statement of investor complaint for the quarter ended 30th June, 2019 within the prescribed period under this	The Statement of investor complaint for the quarter ended 30th June, 2019 should have been disclosed before 21 st July, 2019 but the company not filed within the time prescribed.	The Company filled the Investor Complaints for the quarter ended 30.06.2019 on dated 01.08.2019 vide acknowledgement no. 547944.	The Company filled the Investor Complaints for the quarter ended 30.06.2019 on dated 01.08.2019 vide acknowledgement no. 547944.




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	<i>regulations regulations</i>			
2	<i>Regulation 31 of the SEBI (LODR) Regulations, 2015: Non submission of Shareholding pattern for the quarter ended 30th June, 2019 within the prescribed period under this regulations</i>	<i>The Shareholding pattern for the quarter ended 30th June, 2019 should have been disclosed before 21st July, 2019 but the company not filed within the time prescribed.</i>	<i>The Shareholding pattern under Regulation 31 for the quarter ended 30th June, 2019 filled on dated 07.08.2019 vide acknowledgement no. 0708201904373231.</i>	<i>The Shareholding pattern under Regulation 31 for the quarter ended 30th June, 2019 filled on dated 07.08.2019 vide acknowledgement no. 0708201904373231</i>
3.	<i>Regulation 33 of the SEBI (LODR) Regulations, 2015: Non submission of financial results within the prescribed period under this regulations</i>	<i>The unaudited financial results for the quarter ended 30th September, 2019 should have been disclosed before 15th November, 2019 but the company not filed within the time prescribed.</i>	<i>The unaudited financial results for the quarter ended 30th September, 2019 filled on dated 21.11.2019 in the adjourned Board Meeting vide acknowledgement no. 1237520</i>	<i>The unaudited financial results for the quarter ended 30th September, 2019 filled on dated 21.11.2019 in the adjourned Board Meeting vide acknowledgement no. 1237520</i>

FOR RAKESH MISHRA AND ASSOCIATES


Rakesh Mishra
Proprietor
ACS 39925



UDIN: A039925C000510551

Date: 24/06/2021
Place: Mumbai