

NSIC-CRISIL Rated Company, An ISO 9001-2015 Company

Registered Office : (Unit II) 274/2, Samlaya-shepura Road, Village : Pratapnagar, Taluka: Savli, District : Vadodara-391520, Gujarat-India.
(L) : +91 99250 60542 (M) : +91 85111 48598 Email : cs@bansalroofing.com
CIN No. L25206GJ2008PLC053761, Website : www.bansalroofing.com

BRPL/BSE/Regulation 24A/22-23

Date: 12.05.2023

To,
The General Manager
BSE Limited
Phiroze Jeejeebhoy Towers,
Dala Street,
Mumbai – 400001

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2023

Ref.: Scrip Code – 538546

Dear Sir/ Madam,

We here with submit Annual Secretarial Compliance Report pursuant to the Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, issued by M/s. Devesh R. Desai for year ended 31st March, 2023.

Kindly take the same in your record.

Thanking You,
For Bansal Roofing Products Limited



Archi Shah

Company Secretary & Compliance Officer
Encl. As Attached





Devesh R. DESAI
COMPANY SECRETARY

40-D, Arpita Park, Near ESI Hospital,
Gotri Road, Vadodara-390 021.
(M) 9879533717

Devesh R. Desai
M.Com. LL.B. ACS
deveshrdesai2002@rediffmail.com

To,
The Board of Directors,
Bansal Roofing Products Limited,
CIN No. L25206GJ2008PLC053761
274/2, Samlaya Sherpura Road,
Village: pratapnagar, Near Samlaya Railway Station,
Taluka : Savli, Vadodara-391520.

Sub.: Annual Secretarial Compliance Report for the Financial Year 2022-2023

Dear Sir,

I have been engaged by BANSAL ROOFING PRODUCTS LIMITED (hereinafter referred to as the 'Company') [CIN: L25206GJ2008PLC053761] whose equity shares are listed on BSE Limited, to conduct an audit in terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the Management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

My responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

My audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report for the year ended 31st March, 2023 is enclosed.



Devesh R. Desai
Practicing Company Secretary
ACS#11332 CP#7484
Place: Vadodara
Date: 12th May, 2023
UDIN No. A011332E000294340
Peer Review Certificate No. : 2043/2022



Devesh R. DESAI
COMPANY SECRETARY

40-D, Arpita Park, Near ESI Hospital,
Gotri Road, Vadodara-390 021.
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Devesh R. Desai
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Secretarial Compliance Report of Bansal Roofing Products Limited
for the year ended 31st March, 2023

I Devesh R. Desai, Practicing Company Secretaries, have examined:

(a) all the documents and records made available to us and explanation provided by **Bansal Roofing Products Limited (CIN No. L25206GJ2008PLC053761)** (“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, 2023 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; There are no events occurred during the period which attracts provisions of these regulations, hence not applicable;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; There are no events occurred during the period which attracts provisions of these regulations, hence not applicable;

(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; There are no events occurred during the period which attracts provisions of these regulations, hence not applicable

(g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; There are no events occurred during the period which attracts provisions of these regulations, hence not applicable

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder (hereinafter as “Insider Trading regulations”);

(i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2009. There are no events occurred during the period which attracts provisions of these regulations, hence not applicable

(j) Securities and Exchange Board of India (Depositories and Participants) Regulation, 2018.

Circulars/guidelines issued thereunder and based on the above examination, I hereby report that, during the Review Period:

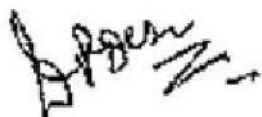
(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, Except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviation	Action Taken by	Type of Action (Advisory/ Clarification/ Fine/Show Cause Notice/ warning etc)	Details of Violation	Fine Amounts	Observation/ Remarks of the Practicing Company Secretary	Management Response
1.	Not Any	N.A.	Not Any	Not Any	Not Any	Not Any	Nil	Not Any	Not Any

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviation	Action Taken by	Type of Action (Adivision/ Clarification/ Fine/Show Cause Notice/ warning etc)	Details of Violation	Fine Amount	Observation/ Remarks of the Practicing Company Secretary	Management Response
1.	Not Any	N.A.	Not Any	Not Any	Not Any	Not Any	Nil	Not Any	Not Any

The additional affirmations by Practicing Company Secretary (PCS) in Annual Secretarial Compliance (ASCR) in terms of the BSE Circular Reference No. 20230410-41 dated April 10, 2023, are given in the attached Annexure.




Devesh R. Desai
Practicing Company Secretary
ACS#11332 CP#7484

Place: Vadodara
Date: 12th May, 2023
UDIN No. A011332E000294340
Peer Review Certificate No. : 2043/2022

ANNEXURE – A

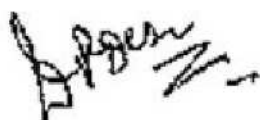
Additional affirmations in terms of the BSE Circular Reference No. 20230410-41 dated April 10, 2023

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<p>Secretarial Standard</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)</p>	Yes	Not Any
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	<p>Yes</p> <p>Yes</p>	<p>Not Any</p> <p>Not Any</p>
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website Timely dissemination of the documents/information under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website 	<p>Yes</p> <p>Yes</p> <p>Yes</p>	<p>Not Any</p> <p>Not Any</p> <p>Not Any</p>
4.	<p>Disqualification of Director:</p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	Not Any

5.	<p>To examine details related to Subsidiaries of listed entities:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	N. A.	The Company does not have any Subsidiary
6.	<p>Preservation of Documents:</p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015</p>	Yes	Not Any
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations/ Companies Act, 2013</p>	Yes	Not Any
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee</p>	<p>Yes</p> <p>No Such Case</p>	<p>Not Any</p> <p>Not Any</p>
9.	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	Not Any

10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	Not Any
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No Actions taken against the listed entity/ its promoters/directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder</p>	Yes	Not Any
12.	<p>Additional Non-compliances, if any:</p> <p>No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</p>	N.A.	Not Any

- **Observations/Remarks by PCS are mandatory if the Compliance status provided as "No" or "NA"**




Devesh R. Desai
Practicing Company Secretary
ACS#11332 CP#7484

Place: Vadodara
Date: 12th May, 2023
UDIN No. A011332E000294340
Peer Review Certificate No. : 2043/2022