

BLUE CHIP INDIA LIMITED

Regd. Office :10 Princep Street, 2nd Floor, Kolkata - 700072
E:bluechipindialimited@gmail.com, W: www.bluechipind.com
Phone : 91-33-4002 2880, Fax :91-33-2237 9053
CIN: L65991WB1993PLC060597

28th May, 2022

To,
The Secretary,
The Calcutta Stock Exchange
Ltd.
7, Lyons Range,
Kolkata – 700 001
Scrip Code : 12057

To,
The Asst. General Manager – Listing
The National Stock Exchange of India
Ltd.
Plot No. C/1, Block-G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051
Scrip Code : BLUECHIP

To,
The Asst. General Manager,
Department of Corporate Services,
BSE Ltd.
25th Floor, Phiroz Jeejeeboy
Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code : 531936

Dear Sir/Ma'am,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended 31st March, 2022.

Ref: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 24A of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIRICFDICMDI//27 /2019 dated February 8, 2019. Please find attached herewith the Annual Secretarial Compliance Report issued by Ms. Ankita Goenka (FCS: 10572, COP: 14204), Practicing Company Secretary, for the Financial Year ended 31st March, 2022.

Kindly take the aforesaid information on record and oblige.

Thanking you,

yours faithfully,
For **Blue Chip India Ltd.**



Arihant Jain
(Managing Director)
DIN : 00174557



[Pursuant to circular CIR/CFD/CMD1/27/2019 dated February 08/2019 for the purpose of compliance with Regulation 24A of SEBI(Listing obligations and Disclosure Requirements) Regulations,2015]

Secretarial Compliance Report of **BLUECHIP INDIA LIMITED** for the year ended **31st March, 2022**.

We have conducted physical as well as online verification & examination of :

A. All the documents and records made available to us and explanation provided by **BLUECHIP INDIA 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, 2022 (“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; **Not applicable during the year 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 during the year under review.**

e. Securities and Exchange Board of India (Share-Based Employee Benefits) Regulations, 2014; **Not applicable during the year under review.**

f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable during the year under review.**

g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable during the year under review.**

h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

i. Securities and Exchange Board of India (Depository Participant) Regulations, 2018;

and based on the above examination and considering the relaxation 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:

And based on the above examination, I/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. On 10th November 2020, the Calcutta Stock Exchange (CSE) vide a notice (Ref No. CSE/LD/15115/2020 with subsequent notice dated 24th December 2020 (Ref No. CSE/LD/15156/2020) has introduced Amnesty Scheme 2020 for all the non-compliant listed companies suspended for less than 7 years for becoming active by complying all the regulatory compliances within 45 days from the date of issue of notice dated 24th December 2020. The Company had submitted requisite documents on 30/03/2021 with Calcutta Stock Exchange.

b.

SL. No.	Compliance Requirements (Regulations/ Guidelines specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	Regulation 7 (3) SEBI LODR – Compliance Certificate certifying maintaining physical & electronic transfer facilities by the compliance officer of the listed entity and the authorized representative of the share transfer agent	.Regulation 7 (3) SEBI LODR	The Company has filed the same , however it was not signed by Company Secretary.
2.	As per Regulation 18 (2) (a) The audit committee shall meet at least four times in a year and not more than one hundred and twenty (120) days shall elapse between two meetings Pursuant to Regulation 30 of SEBI (Listing Obligations	Gap between two consecutive meetings is more than 120 days for quarter ended 30-June-2021	With regard to conduct of Audit Committee meeting beyond the prescribed gap of 120 days, it was explained that, as the working of the Company was severely affected due to long Covid-19 Pandemic lockdown, the meeting could be conducted with a marginal delay keeping in view the extension granted by MCA vide its circular date 3rd May, 2021, for holding such meetings from 120 days to 180 days. The

3.	and Disclosure Requirements) Regulations, 2015, Newspaper publication informing that AGM through VC/OAVM and requesting members to update respective Mail ID PUBLISHED ON 12.08.2021.	The website mentioned in the newspaper publication as <u>www.bluechipind.com</u> and <u>www.WWW.BLUECHIP.COM</u> Instead of	matter was suitably explained As per the clarification given by the Company it was a typing error.
----	---	---	---

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 except website of the Company which require updation at the time of examination.

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.
1.	National Stock Exchange on 13th Aug, 21 had sought clarification from Blue Chip India Limited with respect to announcement dated 12-Aug-2021, regarding Appointment of M/s. Dash & Associates as the Internal Auditor of the Company for the Financial Year 2021-2022 & Appointment of Ankita Goenka & Associates as the Secretarial Auditor of the Company for the Financial Year 2021-2022. On basis of above the Company is required to clarify following: 1. Brief profile (in case of	National Stock Exchange on 13th Aug, 21 had sought clarification from Blue Chip India Limited	As per the notice.	The Company submitted the reply to the same via letter dated 5 th Oct 2021

	appointment)			
2.	National Stock Exchange on 12th July,21 had sought clarification from Blue Chip India Limited quarter ended 31-Mar-2021 with respect to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. On basis of above the Company is required to clarify the following: -1. Financial results	. Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	As per the notice	The Company has given reply on 14th July,21
3.	The Company received letter with respect to non-compliance with Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.from NSE on 30 th September ,2021.	Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	As per the notice.	The Company submitted a reply to the same on 05.10.2021
3.	National Stock Exchange on 9th August,21 had sought clarification from Blue Chip India Limited quarter ended 30-June-2021 with respect to gap between two consecutive meetings is more than 120 days.	Gap between two consecutive meetings is more than 120 days for quarter ended 30-June-2021	Actions as prescribed vide SEBI circular dated January 22,2020 shall be taken for Non - Compliance with certain provisions of Listing Regulations.	The company submitted the reply for clarification to Corporate Governance for the Quater ended June 2021.on 16 th August 2021.

d. There were following items for which the listed entity had to take any actions to comply with the observations made in previous reports:

Sl. No.	Observations of the Practicing Company Secretary on the previous reports	Observations made in the secretarial compliance report for the year ended on 31st march 2020.	Actions 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 received a mail on 9 th March, 2020 for freezing of promoters holdings non compliance with listing Regulations under Reg. 6(1) for Quarter December, 2019	The Company submitted a letter for waiver of penalty on 9 th March 2020. The Reply is Still awaited.	As per Reg. 6(1) of SEBI (Listing obligations & Disclosure Requirements) regulations 2015, levied a fine of Rs 83780/-	The Company submitted a letter for waiver of penalty on 9 th March 2020. The Reply is Still awaited.
2.	The Company has received a notice from NSE vide letter No.NSE/LIST-SOP/REG-6(1)/FINES/101661 dated 04.08.2020 for non-compliance of Listing Regulation 6(1) for quarter ended March 31,2019.	The payment made by the company could not be traced	As per Reg. 6(1) of SEBI (Listing obligations & Disclosure Requirements) Regulations 2015. levied a fine of Rs Rs. 57820/-	The payment made by the company vide cheque no. 152658 dated 19.08.2020 of HDFC Bank of Rs 57280.
3.	The Company has received a notice from BSE for non-compliance of Listing Regulation 6(1) for quarter ended March 31,2019	The payment made by the company could not be traced	Reg. 6(1) of SEBI (Listing obligations & Disclosure Requirements) Regulations 2015. levied a fine of Rs. 57820/-	The Company submitted a letter dated 19 th August ,2020 and requested for waiver of Penalty imposed under Regulation 6(1) of SEBI (LODR) Regulation, 2015 for quarter ended March 31,2020.Reply is still awaited
4.	The Company has received a notice from NSE vide letter No.NSE/LIST-SOP/REG-23/FINES/0814 dated 18.01.2021 for non-compliance with Regulation 23(9) of SEBI(LODR) Regulations,2015("Listing Regulations")	The Company made a reply for the same on 20 Jan 2021and made a request for waiver of penalty. The reply is still awaited	Regulation 23(9) of SEBI(LODR) Regulations,2015("Listing Regulations") . levied a fine of Rs. Rs212400	The Company made a reply for the same on 20 Jan 2021and requested for waiver of penalty. The same was waived in the next financial year on 20 th May,2021.

ANKITA GOENKA & ASSOCIATES, COMPANY SECRETARIES

BE-99 SALT LAKE CITY, KOLKATA- 700064

M- +91- 7439333176

@ ankita.goenka86@gmail.com

For Ankita Goenka & Associates
Practicing Company Secretaries

ANKITA
GOENKA

Digitally signed by
ANKITA GOENKA
Date: 2022.05.26
15:30:56 +05'30'

Ankita Goenka
Proprietor

FCS No. : 10572

COP No. : 14204

UDINNo. F010572D000377543

PEER REVIEW:Certificate
no. 2133/2022 dated 20thMay,
2022

Date -24/05/2022

Place - Kolkata

ANKITA GOENKA & ASSOCIATES, COMPANY SECRETARIES

BE-99 SALT LAKE CITY, KOLKATA- 700064

M- +91- 7439333176

@ ankita.goenka86@gmail.com
