



J. J. Gandhi & Co.

Practising Company Secretaries &
Insolvency Professional

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall

Besides Dinesh Mill

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SECRETARIAL COMPLIANCE REPORT OF

BANCO PRODUCTS (INDIA) LIMITED

For the financial year ended 31st March 2019

[Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019]

To

Banco Products (India) Limited

Opp. Bhaili Railway Station,

Bhaili,

Dist. Vadodara

I have examined;

- A. all the documents and records made available to us and explanation provided by **Banco Products (India) Limited** (hereinafter called as '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, 2019** (hereinafter referred to as '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 review period;



Banco Products (India) Ltd. FY 2018-19



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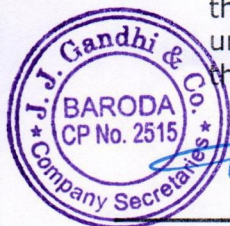
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable during the review period;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable during the review period;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable during the review period;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - Not Applicable during the review period;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

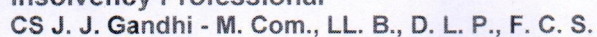
and based on the above examination, I hereby report that, during the Review Period;

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ remarks of the PCS
		None	

- (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 examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ Directors 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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Sr. No.	Actions taken by	Details of violation	of	Details of action taken e.g. Fine, warning letter, debarment etc.	Observations/ remarks of the PCS, if any.
	None				

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports;

Sr. No.	Observations of the PCS in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 31 st March, 2019	Actions taken by the Listed entity	Comments of the PCS on the actions taken by the listed entity
	Not Applicable as this being the first report			

FCS No. 3519 and CP No. 2515



Place: Vadodara
Date: 13th May, 2019