

Speed Post/Courier (Also by way of email)

LIST/COMP/AS/502216/370/2024-25

July 12, 2024

The Company Secretary/Compliance Officer

**Bombay Potteries & Tiles Ltd.**

**Address 1**

✓ Happy Home,,1st Floor,  
244 Waterfield Road, Bandra West  
Mumbai- 400050,  
Maharashtra

**Bombay Potteries & Tiles Ltd**

**Address 2**

11, Happy Home 244, Waterfield Road, Bandra (West),  
Mumbai -400050  
Maharashtra

Dear Sir/Madam,

**Sub: Order passed by the Delisting Committee of BSE Ltd in the matter of Bombay Potteries & Tiles Ltd ("Company").**

Please find attached herewith the Order passed by the Delisting Committee of BSE Ltd ("Exchange") pursuant to the personal hearing granted to the Company in the meeting held on April 01, 2024.

The company is advised to comply with the provisions of the aforesaid Order within the timelines stipulated therein.

For ease of reference the details of pending compliances and formalities to be completed by the Company are attached along with this letter as Annexure I.

Yours faithfully,



**Netra Sahani**

**Addl General Manager**

Listing Compliance

Encl: as above



**Anshu Shrivastava**

**Associate Manager**

Listing Compliance



**ORDER PASSED BY THE DELISTING COMMITTEE OF BSE LTD. IN THE MATTER OF BOMBAY POTTERIES & TILES LTD. FOR COMPULSORY DELISTING UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021, SECURITIES CONTRACTS (REGULATION) ACT, 1956 r/w SECURITIES CONTRACTS (REGULATION) RULES, 1957 AND RULES, BYE-LAWS AND REGULATIONS OF BSE LTD.**

1. This Order is passed under Regulation 32 of Chapter V under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (as amended from time to time) ("**Delisting Regulations**") r/w Section 21A of the Securities Contracts (Regulation) Act, 1956 ("**SCRA**"), the Securities Contracts (Regulation) Rules, 1957 ("**SCRR**") and the Rules, Bye-Laws and Regulations of BSE Ltd. ("**Exchange**") in the matter of compulsory delisting of equity shares of Bombay Potteries & Tiles Ltd. ("**Company**") from the Exchange.
2. At the meeting held on April 1, 2024, the Delisting Committee of the Exchange ("**Delisting Committee**") perused the records, considered the facts and the relevant provisions of law, including the circulars issued by the Securities and Exchange Board of India ("**SEBI**"). The Delisting Committee unanimously decided to direct the Company to complete the requirements for revocation of suspension in trading in the securities of the Company and make payment of outstanding dues within the stipulated timelines, failing which, the securities of the Company ought to be compulsorily delisted from the platform of the Exchange. In this regard, the Delisting Committee proceeds to furnish the reasons for its decision.

3. The relevant facts are as follows:

- a. The trading in the securities of the Company was suspended w.e.f. November 21, 2022 in terms of and in accordance with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 on account of non-compliance for two consecutive quarters i.e., March 2022 and June 2022 with Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 ("**DP Regulations**"). The said suspension was notified on the Exchange's website vide notice no. 20221019-24 dated October 19, 2022.
- b. The trading in the securities of the Company continued to remain suspended for more than six (6) months and the Company failed to take all the steps necessary to enable revocation of suspension in the trading of securities prescribed by the Exchange. Hence, the shareholders / investors are deprived of the facility for dealing in the securities of the Company.
- c. A letter dated January 2, 2023 ("**advisory letter**") was sent by the Exchange to the Company on its email id [mwadhwaconstructions@rediffmail.com](mailto:mwadhwaconstructions@rediffmail.com); stating inter-alia, that the Exchange had informed the Company about its non-compliance with the provisions of Regulation 76 of DP Regulations, the quantum of fines payable and the further action that would be initiated pursuant to SEBI circular dated January 22, 2020, if the Company failed to comply with the obligations and pay the fines. The said email further stated that as the Company had failed to comply with its obligations and to pay the fines, the trading in the scrip was shifted to "Z" group w.e.f. October 3, 2022 and that the trading in the



securities has been suspended w.e.f November 21, 2022. The provisions of SEBI circular dated January 22, 2020 dealing with the consequences of non-compliances and failure to pay the fine within 6 months from the date of the suspension were notified in the said email. This included initiation of the process of compulsory delisting under the SCRR and Delisting Regulations. The Company was accordingly advised to comply with the obligations and pay the fines for completing the process for revocation of suspension.

- d. The Company vide email dated April 28, 2023 had stated the following:

*".....With reference to telephonic conversation, we request you to provide the details of fine pending for payment along with listing fees of Bombay Potteries & Tiles Ltd [Script Code 502216] as on 28/04/2023.*

*Awaiting for your prompt response....."*

- e. Pertinently, the Company did not complete all the formalities for revocation of suspension in the trading of its securities. Therefore, a Show Cause Notice ("SCN") dated June 26, 2023 was issued to the Company by the Exchange at its last known registered address available with the Exchange and as available on the website of Ministry of Corporate Affairs (MCA) as well as the Company's email ID, calling upon the Company to show cause within 15 working days from the date of the SCN as to why the securities of the Company should not be compulsorily delisted from the platform of the Exchange in terms of Chapter V of the Delisting Regulations. Further, the Company was also informed that if it wished to avail an opportunity of personal hearing before the Delisting Committee, then such

request be included in its representation to the SCN. The Company was also directed to submit its representation to the SCN.

- f. The Company vide email dated June 29, 2023 had stated the following:

*".....With reference to above captioned subject, we request your good office to provide opportunity of Personal Hearing with Delisting Committee so we could place our point and discuss.*

*On Behalf of our Company Mr. Manoj Wadhwa, Chairman and Managing Director shall represent alongwith his Office Team, kindly provide us your suitable time.*

*Further, the Company wants to remove its trading suspension, so we are ready to pay penalty and regularise the Company....."*

- g. The Company vide email dated July 15, 2023 had stated the following:

*".....We are awaiting your revert on the personal hearing for which we had sent email on 29.06.2023....."*

- h. The Company did not complete all the formalities for revocation of suspension in trading in the securities of the company, therefore in terms of the Delisting Regulations, Initial Public Notices ("IPN") were published in one English national newspaper viz., The Financial Express (all editions) dated August 29, 2023, one Hindi national newspaper viz., Business Standard (all editions) dated August 29, 2023 and one vernacular newspaper viz., Navshakti (in Marathi) dated August 29, 2023, inter alia, informing about the proposal for compulsory delisting of the equity shares of the Company and inviting representations from any person/s concerned desirous of making any representation to the Exchange, within 15

working days of the notice, at the specified email id bse.delistscn@bseindia.com.

The IPNs were also disseminated on the Exchange's website. Link of the IPN was sent to the company and its promoters through email on August 29, 2023.

- i. The Company vide email dated August 29, 2023 had stated the following:

*".....With reference to above mail we have already sent mail to your good office on 29.06.2023 that we are in process to file application for Revocation of Suspension of Securities. The said mail is attached herewith for your reference. Further, the Company is also completing its pending compliances so we request you to stop the process of Delisting.*

*Also, provide the Contact of the Designated Officer to whom we can deal with the Revocation of Suspension matter....."*

- j. The Exchange vide email dated August 31, 2023 had requested the company to submit application for revocation of suspension with supporting documents through Listing Centre (online portal) and informed the company that the application and checklist for revocation of suspension is available at the Exchange website at <https://www.bseindia.com/Static/about/Revocation.aspx>

- k. The Exchange vide emails dated September 14, 2023, September 27, 2023 and October 6, 2023 had requested the company to provide the respective documents/details at the earliest and requested the company to apply for revocation of suspension of the Company through Listing Centre (online portal). Further, the Exchange had also requested the company to ensure continuous



compliance as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- I. A letter dated January 10, 2024 was sent by the Exchange to the Company granting an opportunity of personal hearing to the Company, to make the submission/representation before Delisting Committee of the Exchange (meeting through video conferencing). An email was also sent by the Exchange to the Company and its promoters on January 10, 2024 on the email ids: [mwadhwaconstructios@rediffmail.com](mailto:mwadhwaconstructios@rediffmail.com) ;  
[MWADHWACONSTRUCTIONS@REDIFFMAIL.COM](mailto:MWADHWACONSTRUCTIONS@REDIFFMAIL.COM) .
- m. The notices were published in one English national newspaper viz., The Financial Express (all editions) dated January 11, 2024, one vernacular newspaper viz. Navshakti (in Marathi) dated January 11, 2024 and one Hindi national newspaper viz., Business Standard (all editions) dated January 11, 2024, inter alia, granting the Company a last and final opportunity to inform the Exchange whether it wanted to avail a personal hearing before Delisting Committee of the Exchange. Further it was also stated that if no response was received from the Company within the stipulated timelines and in the prescribed mode, it would be presumed that the Company has waived the opportunity of being heard and the Delisting Committee shall be constrained to decide the matter, on an ex-parte basis and the Exchange shall proceed with the process for compulsory delisting. Further, it was specified that the Company may address a communication at the specified



email id: [bse.delistscn@bseindia.com](mailto:bse.delistscn@bseindia.com) by January 15, 2024. The said notices were also disseminated on the Exchange's website.

- n. The email dated January 12, 2024 was also sent to the company and promoter/promoter group, informing the company about publication of aforesaid public notice dated January 11, 2024 in the newspapers.
- o. The Company vide email dated January 15, 2024 enclosing the letter of even date had confirmed for the personal hearing before the Delisting Committee scheduled on February 1, 2024 and stated that Mr. Manoj Wadhwa and Mr. Shriram P. Imartey would be attending the hearing on behalf of the Company.
- p. The Exchange Vide email dated January 31, 2024 had provided the details of link to the Company to join the meeting scheduled on February 1, 2024.
- q. The matter of compulsory delisting of the Company was placed before the Delisting Committee on February 1, 2024.
- r. On February 1, 2024, Mr. Manoj Wadhwa (Managing Director) and Mr. Shriram Imartey (Practising Company Secretary), appeared before the Delisting Committee and inter-alia, submitted the following:
  - i. During 2020, on account of COVID pandemic, staff left and hence compliances were not being done.
  - ii. The company has now complied.
  - iii. They wish to revive the company.
  - iv. There was confusion with respect to the amount of fees payable and details of fines payable.

- s. The Committee, after considering the facts of the case, submissions made by the Company representatives during the personal hearing, noted that the company had not submitted any written representation prior to the meeting listing out the details enumerated in the hearing. In view of the aforesaid the Committee decided to adjourn the matter. The Committee further advised that the company be directed to submit a detailed written representation.
- t. After the meeting, the Company vide email dated February 1, 2024 had stated the following:

*"....I hope this email finds you well. This is in reference to Online Hearing held today through WEBEX with Delisting Committee of BSE. The said Committee has decided to adjourn the matter at a later date.*

*With regard to the Show Cause Notice having reference no. LIST/COMP/AJ/SCN/250/2023-24, in Annexure 2, we noticed that there is a total fine of Rs. 3,10,83,560/- (including GST). However, we would greatly appreciate if you could provide us with a detailed breakup of the said amount since we have not been provided with the same. Having a clear understanding of the fine / penalty structure will enable us to address any issues more efficiently.*

*Also as discussed during the Online hearing, we request you to designate one person from your team so that we can effectively streamline our communication process and ensure a smooth resolution of the matter.*

*We would like to mention that we will comply with all the required compliances which are to be complied with and for appointment of CS we had approached various candidates but the main concern for not joining was Show Cause Notice and Delisting and once we are through with the same we will be in position to appoint CS too.*

*Attaching herewith table as annexure 1 to this mail for status of compliances undertaken from 01.04.2019 till date for your ready reference.*

*We appreciate your prompt attention to these matters and thank you for your ongoing support throughout this process.....”*

- u. A letter dated March 1, 2024 was sent by the Exchange to the Company granting an opportunity of personal hearing to the Company, to make the submission/representation before Delisting Committee of the Exchange (meeting through video conferencing). An email was also sent by the Exchange to the Company and its promoters on March 1, 2024 on the email ids: [mwadhwaconstructios@rediffmail.com](mailto:mwadhwaconstructios@rediffmail.com); [MWADHWACONSTRUCTIONS@REDIFFMAIL.COM](mailto:MWADHWACONSTRUCTIONS@REDIFFMAIL.COM).
- v. The Company vide email dated March 5, 2024 enclosing the letter of even date had confirmed for the personal hearing before the Delisting Committee scheduled on April 1, 2024 and stated that Mr. Manoj Wadhwa and Mr. Shriram P. Imartey would be attending the hearing on behalf of the Company.
- w. In response to the Company's request for discussing SEBI SOP fines, the Exchange vide email dated March 19, 2024 had scheduled a meeting with the company on



March 20, 2024 (at 11:30 p.m. on 24th Floor, BSE Ltd) and sought the names of company persons who will be attending the meeting.

- x. The Company vide email dated March 19, 2024 had confirmed for the personal hearing and stated that Mr. Manoj V. Wadhwa (Managing Director), Mr. Mehul Parekh (Company Secretary), Mr. Sanjay Bhachawat (Chartered Accountant) and Mr. Vishal Kumar (Office Assistant) would appear for the meeting.
- y. The Exchange officials had met the company representatives on March 20, 2024, to inter-alia discuss/provide clarification on SEBI SOP fines and after the meeting the Exchange vide email dated March 21, 2024 had provided the bank details for payment of processing fees towards application for waiver of SEBI SOP fines.
- z. The Exchange vide email dated March 26, 2024 had requested the company to submit the letter of authority in the prescribed format on company letterhead for authorizing Mr. Shriram Imartey to represent the company before the Delisting Committee in its meeting scheduled on April 01, 2024.
- aa. Subsequently, the Exchange vide email dated March 26, 2024 had informed the company to refer the earlier email of Exchange (which was sent to the company on March 21, 2024) for Bank details for remittance of processing fees for waiver of SEBI SOP fines. Further, the Exchange had informed that separate email on procedure to be followed for submitting waiver application online is being sent to the Company.
- bb. In response, the Company vide email dated March 26, 2024 had stated the following:



*"...We have not received any mail on March 21, 2024, regarding the process for submitting a waiver application or any payment details. Could you please forward the same to this mail ID?..."*

cc. In response, the Exchange vide email dated March 26, 2024 had informed the Exchange that the bank details for payment of processing fees of Rs.11,800/- (including GST) for processing of waiver request was send to the company on registered email id of the company on March 21, 2024. The Exchange had also enclosed the copy of the email for reference.

dd. The Company vide email id dated March 26, 2024 had stated the following:

*".....I noticed that you had mentioned the wrong mail ID or incomplete mail ID, due to which we had not received any mail from your side. But now that you have forwarded the mail, we have received the payment details, and we will send the receipt of the same after making the payment. Also, please let us know the procedure to submit the submission. Is it okay to mail it to the shared ID?..."*

ee. The Exchange vide email dated March 26, 2024 had informed the company that the bank details for payment of processing fees of Rs.11,800/- (including GST) for processing of waiver request was send on registered email id of the company on March 21, 2024. (The Exchange had also provided the screen shot of the Exchange website regarding the email id which is registered on Exchange record).

ff. The Company vide email dated March 26, 2024 had stated the following:

*".....As per our last meeting and as per your guidance, our final submission is ready. As you told us, we will send one copy via mail to the given ID,*

*bse.soplodr@bseindia.com. Also, please guide us on how to submit it online on the BSE portal because we tried to upload but there are single compliance-wise options instead of submitting the all the compliances in one. Also, please tell us where to make the payment.*

*We have attached a scanned copy of our submission for your reference....."*

gg. Further, the Company vide email dated March 26, 2024 enclosing the letter dated March 23, 2024 had submitted the application for waiver of SEBI SOP fines.

hh. The Exchange vide email dated March 26, 2024 had advised the company to follow the Exchange circular dated March 31, 2022 with respect to processing of waiver applications by the Exchanges and Exchange circular dated January 1, 2024 with respect to procedure to apply for waiver of fines through Listing Centre (online portal). Further, the Exchange had provided the details of outstanding SEBI SOP fines along with bank details for payment of processing fees towards application for waiver of SEBI SOP fines.

ii. The Company vide email dated March 27, 2024 had stated the following:

*".....We have submitted our waiver application on the BSE portal.*

*For your reference, we are attaching herewith the payment receipt and UTR details, along with the acknowledgement of the submission....."*

jj. The Exchange Vide email dated March 28, 2024 had provided the details of link to the Company to join the meeting scheduled on April 1, 2024.

4. The matter of compulsory delisting of the Company was placed before the Delisting Committee on April 1, 2024.

5. On April 1, 2024, Mr. Manoj Wadhwa (Managing Director) and Mr. Shriram Imartey (Practicing Company Secretary), appeared before the Delisting Committee. Mr. Manoj Wadhwa, however inter-alia, submitted the following:
- a. The company has got the break-up of the SEBI SOP fines and submitted its representation for waiver of the same.
  - b. The company wants to keep the company listed but currently is not making any profits.
  - c. The company is facing some difficulties, the company has some land, however the same has been encroached. The company wants to make use of it.
  - d. There was a factory, which has been under closure and labours have gone to Court and the matter is in Supreme Court.
  - e. The company had sought a maximum of 8 to 10 months of time to pay the dues.
  - f. Currently no Company Secretary is willing to join the Company.
6. During the meeting, the Committee had informed the company that the request for waiver dues will be considered by the appropriate authority of the Exchange.
7. Rule 21 of SCRR prescribes various grounds for compulsorily delisting the equity shares of a listed company by the Exchange, one of which is continuation of suspension in the trading of the securities for a period of more than 6 (six) months.



8. The SCN, *inter alia*, states that the Company has failed to take steps to enable revocation of suspension in the trading of its securities and that the trading in securities had been suspended for more than 6 (six) months.
9. These facts have not been controverted.
10. Based on the aforesaid facts, the Delisting Committee observed that:
  - a. It is an admitted position that the trading in securities of the Company has remained suspended for a period of more than 6 (six) months in terms of Rule 21 of SCRR.
  - b. The Company is non-compliant with the following critical regulations of SEBI LODR, Regulations.
    - i. Regulation 34:- Annual Report
    - ii. Information on the Reconciliation of Share Capital Audit Report.
  - c. It is established that the Company has not complied with all the requirements for revocation of suspension in trading of securities of the Company at the Exchange. Hence, the suspension in the trading of securities of the Company at the Exchange continues as on date thereby depriving the shareholders of the Company the facility of dealing in its securities. The public shareholding of the Company as per the last filing with the Exchange is 42.59%.
  - d. The aforesaid facts indicate negligent conduct and lack of interest on the part of the Company in complying with its obligations and revoking the suspension in the trading of securities which happened in the year 2022.



- e. In terms of the requirements of the Delisting Regulations, IPN were published in one English national newspaper viz., The Financial Express (all editions) dated August 29, 2023, one Hindi national newspaper viz. Business Standard (all editions) dated August 29, 2023 and one vernacular newspaper viz. Navshakti (in Marathi) dated August 29, 2023, *inter alia*, informing about the proposal for compulsory delisting of the equity shares of the Company. However, the representations were received from the Company as stated above and representation submitted by the company during the meeting of Delisting Committee held on April 1, 2024.
- f. While the grounds for compulsory delisting are made out in light of the above facts, the Delisting Committee, as a last opportunity, considers it appropriate to grant the Company's request that time be granted to the Company to comply with requirements for revocation of suspension in the trading of securities of the Company in terms of the following order to which the Company has agreed.

**ORDER**

11. As per the request of and with consent of the Company and in exercise of powers vested with the Delisting Committee under Regulation 32 (2) of the Delisting Regulations, the following Order is passed:

- a) The Company shall comply with the following:-
  - i. Complete the pending compliances and formalities for revocation of suspension, including payment of processing fees, Annual Listing Fees, and reinstatement fees and SEBI SOP fines within five (5) months from the date of receipt of this Order by the Company.



- b) In case, the Company fails to comply with any of the aforesaid directions within the time stipulated, the securities of the Company shall automatically stand compulsorily delisted from the platform of the Exchange, in terms of Regulation 32 of Chapter V under the Delisting Regulations r/w Section 21A of the SCRA and the Rules, Bye-Laws and Regulations of the Exchange.
- c) The securities of the Company will stand compulsorily delisted with effect from the date mentioned in the notice issued by the Exchange on its website informing the market participants about the compulsory delisting of the securities of the Company.

Date: July 12, 2024

Sd/-  
Chairman

Sd/-  
Member

Sd/-  
Member

Sd/-  
Member

Sd/-  
Member

Sd/-  
Member

## **Bombay Potteries & Tiles Ltd**




- 1) The company is required to submit mandatory continuous filings quarterly, six monthly and annually as per due dates stipulated in SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Please note that Company is required to be in continuous compliance with provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As mandated in Regulation 10 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 filings are to be effected in electronic mode. Therefore, the company is required to submit the same after obtaining login and password to the BSE's online portal (Listing Centre) by sending an email from the company to [listing\\_centre@bseindia.com](mailto:listing_centre@bseindia.com) and/or call on 022-22728390
- 2) Company has to submit Revocation application Letter along with Annexures & supporting documents (including updated details of promoters and directors) through Listing Centre. The checklist for revocation of suspension is available at the Exchange website. Link for the same is provided below (Please file application for revocation online as per new norms of Revocation of Suspension),  
  
<https://www.bseindia.com/Static/about/Revocation.aspx>
- 3) Upon filing up all the requisite details and uploading the documents an acknowledgement (Case No.) would be generated for the company for its record with the date and timestamp of submission.

### **4) Report of Pending Compliances, as per Exchange Records attached as Annexure IA.**

Sr. No.	Particulars	Norms
1.	Difference between issued capital and listed capital	There is difference between issued capital and listed capital. As per the current norms for revocation of suspension there should not be any difference between issued and listed capital.
2.	List of Directors	Provide as on date the list of Board of directors (Executive Director/Non-Executive Director/independent director) along with DIN, PAN and Designation.
3.	Woman Director	Kindly provide the details of <b>woman director</b> appointed on the Board of the Company, if any. (Name, Designation, DIN Details & Date of Appointment).
4.	Company Secretary & Compliance Officer	Appointment of Company Secretary & Compliance Officer as per Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



**5) Formalities:-**

Particulars		Norms																
1.	RTA/Depository Certificate	Certificate from RTA/Depositories (NSDL/CDSL) confirming matching of issued and listed capital of the company with the Exchange as well as with depositories in DN database.																
2.	SEBI (Scores)	As on date NIL screen shot of SEBI (Scores) (15 days validity)																
3.	Watchoutinvestors website	Please find attached herewith screenshot of the watch out investors. Request you to provide the status of charges shown at watch out investors.																
4.	Change in promoter's shareholding	<table><tr><th>ENTITY</th><th>PERSON</th><th>COMPETENT AUTHORITY</th><th>REGULATORY CHARGES</th><th>REGULATORY ACTION(S) / DATE OF ORDER</th><th>FURTHER DEVELOPMENTS</th></tr><tr><td> BOMBAY POTTERIES &amp; TILES LTD.</td><td></td><td>BIFR</td><td>DISMISSED THE REFERENCE MADE BY COMPANY</td><td>REFERENCE MADE TO BIFR FOR DETERMINATION OF SICKNESS OF COMPANY 31-DEC-1988</td><td></td></tr></table> <p>Please note that as per provisions of clause 3(b) the SEBI general order No. 1 of 2015 dated July 20, 2015, “the <i>suspended company and the depositories shall not effect transfer, by way of sale, pledge, etc., of shares of a suspended company held by promoters /promoter group and directors till three months after the date of revocation of suspension by the concerned recognised stock exchange or till securities of such company are delisted in accordance with the applicable delisting requirements, whichever is earlier.....</i>” .</p> <p>It is pertinent to note that if there was only inter-se transfer amongst the promoter, then there should not be any change in the overall promoter holding of the company.</p> <p>Details of transferor, number of shares transferred and transferee to whom the shares were transferred at the time of transaction. Copies of disclosure under Regulation SEBI (SAST)/ (PIT) Regulations for the transfer/inter se transfer of Shares, if any, to be provided in the format given below :</p>					ENTITY	PERSON	COMPETENT AUTHORITY	REGULATORY CHARGES	REGULATORY ACTION(S) / DATE OF ORDER	FURTHER DEVELOPMENTS	 BOMBAY POTTERIES & TILES LTD.		BIFR	DISMISSED THE REFERENCE MADE BY COMPANY	REFERENCE MADE TO BIFR FOR DETERMINATION OF SICKNESS OF COMPANY 31-DEC-1988	
ENTITY	PERSON	COMPETENT AUTHORITY	REGULATORY CHARGES	REGULATORY ACTION(S) / DATE OF ORDER	FURTHER DEVELOPMENTS													
 BOMBAY POTTERIES & TILES LTD.		BIFR	DISMISSED THE REFERENCE MADE BY COMPANY	REFERENCE MADE TO BIFR FOR DETERMINATION OF SICKNESS OF COMPANY 31-DEC-1988														



		Date of Transfer	Name of the Transferor	No. of Shares transferred	Name of the Transferee	No. of shares for which disclosures made	Date of Disclosures
5.	ISIN	Submission of ISIN activation letter issued by both the depositories & the copy of tripartite agreement entered between the company, RTA & both depositories.					
6.	Applicability of regulation 27(2) – Corporate Governance	In case of non-applicability of Regulation 27(2) of LODR, Regulations, 2015, please provide non-applicability certificate as on date on letterhead of the Company.					
7.	Regulation 46 (Website)	Web site of the company should be functional and accessible. It should be updated and mandated as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.					
8.	Self-attested PAN of promoters and directors	Self-attested copies of PAN of all promoters and directors of the company to be submitted.					
9.	Non-availability of PAN	<p>The following actions to be taken in case of non availability of PAN of some promoters :</p> <p>In this regard, please provide Newspaper advertisement given and letters sent to promoters/directors at their address along with reminder letter through speed post requesting PAN.</p> <p>a. The Company to submit undertaking stating that they will obtain PANs from promoter/ promoter group whose self-attested PANs are not submitted to exchange as and when the shares held by those are lodged for dematerialization and transfer and submit the same to the Exchange.</p> <p>b. Lock-in Certificate till submission of PAN to Exchange from the RTA in case of physical shares and Depository in case of demat shares for the shares held by Promoter/ Promoter Group of the Company whose PAN are not traceable mentioning the Distinctive Number and Folio Nos of the Promoter/ Promoter Group.</p> <p>The company is advised to provide a certificate from the PCS (Format enclosed as <b>Annexure IG</b>) relating to compliance with provisions of Reg. 3(5) and 3(6) as on date in the format prescribed in Exchange Circular dated October 28, 2022. Further, kindly provide the Board's Comments on SDD Non-Compliance.</p> <p>It has been observed that 100% Promoter Shareholding of the Company is not in dematerialised mode. Please provide the reason for not having shares in compulsory dematerialized mode and efforts taken for dematerialization by the Company on the letterhead of the Company duly signed, stamped and dated.</p>					
10.	SDD Compliance						
11.	Other						

12.	Company Profile	Attached Company Profile as <b>Annexure IB</b>
13.	Directors Profile	Attached Directors Profile as <b>Annexure IC</b>
14.	Undertaking	Attached Undertaking as <b>Annexure ID</b>
15.	Listing Agreement	Mandated Format attached for reference as <b>Annexure IE</b>
16.	Information Memorandum	
17.	Site Visit will be conducted at the registered office of the company.	

**6) Dues Payable:-**

Sr. No.	Particulars	Norms
1.	Reinstatement Fees	Reinstatement fees of Rs. 10,00,000/- (plus GST@ 18%). The calculation of Reinstatement Fees is available on following link: <a href="http://www.bseindia.com/Static/about/Revocation.aspx?expandable=4">http://www.bseindia.com/Static/about/Revocation.aspx?expandable=4</a> .
2.	BIFR	<b>Note - Please note that the amount of re-instatement fees is subject to change depending on the year in which the revocation takes place.</b> For the companies in respect of which reference has been made to or which under the BIFR reference, a relief is granted to the extent of 50% of the reinstatement fees for the period starting from the date of reference to the BIFR till the date the company has come out of BIFR reference For the companies which are in the process of voluntary winding up or compulsorily winding up and the Exchange has suspended trading based on court order, if such companies do not want to go for winding up but want to go for activation/ revocation after complying with filings under Listing Agreement, the maximum cap of reinstatement fees would be Rs. 5 lakhs plus taxes
3.	Application Processing Fees	Request you to pay Application Processing Fees Rs. 2,00,000/- (plus GST@ 18%) payable in favour of BSE Ltd. Application Processing Fees will be non-refundable & valid for One year from the date of receipt. Kindly update company's GSTN with Exchange. <b>If paid, please provide the details of payment.</b>
4.	Annual Listing Fees	Annual Listing Fees payable Rs. 3,25,000/- (plus GST @18%) for the F.Y. 2024-25.  Bank Details for payment remittance of Annual Listing Fees only.



		<table><tr><th>Bank Name</th><th>Branch Name</th><th>Account No.</th><th>IFSC Code</th></tr><tr><td>ICICI Bank Limited</td><td>CMS Branch</td><td>BSEL00475</td><td>ICIC0000104</td></tr></table>	Bank Name	Branch Name	Account No.	IFSC Code	ICICI Bank Limited	CMS Branch	BSEL00475	ICIC0000104																																																					
Bank Name	Branch Name	Account No.	IFSC Code																																																												
ICICI Bank Limited	CMS Branch	BSEL00475	ICIC0000104																																																												
5.	GST Declaration	On payment details of the same should be forwarded to the Exchange. This is with reference to GST Number. In this regard, you are requested to update GSTN on listing centre. If GST is not applicable, please find attached herewith Declaration for non-applicability of GST at present. (enclosed as <b>Annexure IF</b> ). The same is required to be submitted on the company's letter head and uploaded on Listing Centre. A confirmatory email to be sent on bse.delistscn.com on completion of the same.																																																													
6.	TDS Certificate	If the company has deducted tax, TDS certificate should be submitted to the Exchange for the same. SOP fine payable Rs. 70,67,020/- (incl. of GST). Details given in table below:																																																													
7.	Fines levied pursuant to SOP circular.	<table><tr><th>Scrp Code</th><th>Company Name</th><th>Regulations</th><th>Quarter / Month</th><th>Non Submission/ Late submission</th><th>Due Date</th><th>Submission Date / Suspension Date</th><th>No of Days</th><th>Basic Fine Levied</th><th>Basic Fine waived</th><th>Basic Fine Paid</th><th>Outstanding Fine</th></tr><tr><td>5022 16</td><td>Bombay Potteries &amp; Tiles Ltd</td><td>SOP-Reg-13(3)</td><td>Sep-18</td><td>Late Submission</td><td>22-10-2018</td><td>20-11-2018</td><td>29</td><td>29000</td><td></td><td></td><td>29000</td></tr><tr><td>5022 16</td><td>Bombay Potteries &amp; Tiles Ltd</td><td>SOP-Reg-13(3)</td><td>Mar-20</td><td>Late Submission</td><td>15-05-2020</td><td>08-06-2020</td><td>22</td><td>22000</td><td>22000</td><td></td><td>0</td></tr><tr><td>5022 16</td><td>Bombay Potteries &amp; Tiles Ltd</td><td>SOP-Reg-13(3)</td><td>Sep-21</td><td>Late Submission</td><td>21-10-2021</td><td>27-10-2021</td><td>6</td><td>6000</td><td></td><td>6000</td><td>0</td></tr><tr><td>5022 16</td><td>Bombay Potteries &amp; Tiles Ltd</td><td>SOP-Reg-13(3)</td><td>Mar-22</td><td>Late Submission</td><td>21-04-2022</td><td>07-05-2022</td><td>16</td><td>16000</td><td></td><td></td><td>16000</td></tr></table>		Scrp Code	Company Name	Regulations	Quarter / Month	Non Submission/ Late submission	Due Date	Submission Date / Suspension Date	No of Days	Basic Fine Levied	Basic Fine waived	Basic Fine Paid	Outstanding Fine	5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-13(3)	Sep-18	Late Submission	22-10-2018	20-11-2018	29	29000			29000	5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-13(3)	Mar-20	Late Submission	15-05-2020	08-06-2020	22	22000	22000		0	5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-13(3)	Sep-21	Late Submission	21-10-2021	27-10-2021	6	6000		6000	0	5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-13(3)	Mar-22	Late Submission	21-04-2022	07-05-2022	16	16000			16000
Scrp Code	Company Name	Regulations	Quarter / Month	Non Submission/ Late submission	Due Date	Submission Date / Suspension Date	No of Days	Basic Fine Levied	Basic Fine waived	Basic Fine Paid	Outstanding Fine																																																				
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-13(3)	Sep-18	Late Submission	22-10-2018	20-11-2018	29	29000			29000																																																				
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-13(3)	Mar-20	Late Submission	15-05-2020	08-06-2020	22	22000	22000		0																																																				
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-13(3)	Sep-21	Late Submission	21-10-2021	27-10-2021	6	6000		6000	0																																																				
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-13(3)	Mar-22	Late Submission	21-04-2022	07-05-2022	16	16000			16000																																																				

5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg- 13(3)	Jun-22	Late Submission	21-07- 2022	(Susp Date)21- 11-2022	123	12300 0			123000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg- 13(3)	Sep-22	Late Submission	24-10- 2022	(Susp Date)21- 11-2022	28	28000			28000
5022 16	BOMBAY POTTERIES & TILES LTD.	SOP-Reg- 27(2)	Dec-14	Non submission	15-01- 2015	(Susp Date)21- 11-2022	286 7	43790 00	43790 00		0
5022 16	BOMBAY POTTERIES & TILES LTD.	SOP-Reg- 27(2)	Jun-15	Non submission	15-07- 2015	(Susp Date)21- 11-2022	268 6	41980 00	41980 00		0
5022 16	BOMBAY POTTERIES & TILES LTD.	SOP-Reg- 27(2)	Sep-15	Not Applicable	15-10- 2015			0			0
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg- 27(2)	Dec-15	Late Submission	15-01- 2016	02-03- 2016	45	45000	45000		0
5022 16	BOMBAY POTTERIES & TILES LTD.	SOP-Reg-31	Jun-14	Late Submission	21-07- 2014	01-08- 2014	11	11000			11000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-31	Dec-15	Non submission	21-01- 2016	(Susp Date)21- 11-2022	249 6	40080 00	40080 00		0
5022 16	BOMBAY POTTERIES & TILES LTD.	SOP-Reg-31	Sep-14	Late Submission	21-10- 2014	28-10- 2014	7	7000			7000



5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-31	Mar-20	Late Submission	15-05- 2020	08-06- 2020	22	44000	44000		0
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-31	Sep-21	Late Submission	21-10- 2021	28-10- 2021	7	14000			14000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-31	Mar-22	Late Submission	21-04- 2022	12-05- 2022	21	42000			42000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-31	Jun-22	Late Submission	21-07- 2022	18-08- 2022	28	56000			56000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-31	Sep-22	Late Submission	24-10- 2022	(Susp Date)21- 11-2022	28	56000			56000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Mar-15	Late Submission	01-06- 2015	01-07- 2015	30	15000 0			150000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Mar-17	Late Submission	30-05- 2017	31-05- 2017	1	5000			5000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Mar-18	Late Submission	30-05- 2018	31-05- 2018	1	5000			5000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Jun-18	Late Submission	15-08- 2018	16-08- 2018	1	5000			5000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Mar-19	Non submission	30-05- 2019	(Susp Date)21- 11-2022	127 1	63550 00	55500 00		805000

5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Jun-19	Late Submission	14-08- 2019	02-01- 2020	141	70500 0		1100 0	694000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Sep-19	Late Submission	14-11- 2019	09-01- 2020	56	28000 0			280000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Mar-21	Non Submission	30-06- 2021	(Susp Date)21- 11-2022	509	25450 00	18150 00		730000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Sep-21	Non submission	15-11- 2021	(Susp Date)21- 11-2022	371	18550 00	29000 0	2250 00	1340000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-33	Mar-22	Late Submission	30-05- 2022	11-08- 2022	73	36500 0			365000
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-34	Mar-16		05-11- 2016	07-09- 2016	-59	0			0
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-34	Mar-17		04-11- 2017	12-09- 2017	-53	0			0
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-34	Mar-19		29-10- 2019	03-09- 2019	-56	0			0
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-34	Mar-20	Late Submission	08-12- 2020	19-12- 2020	11	22000	22000		0
5022 16	Bombay Potteries & Tiles Ltd	SOP-Reg-34	Mar-21	Late Submission	02-11- 2021	23-11- 2021	21	42000		4200 0	0





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Banking Details for Payment of SOP fine.	
SCRI P COD E	IFSC CODE
5022 16	ICIC0000 104
Company Code 475	Company Name Bombay Potteries & Tiles Ltd
Bank Account No.	Department Listing Regulatory
BSER00 475	ICIC0000 104
Bank Details for payment remittance of Revocation processing fee and Reinstatement fee are given below:	
8. Bank details	Bank Name
	Branch Name
	Account No.
	ICICI Bank Limited
	CMS Branch
	BSER00475
	IFSC Code
	ICIC0000104
On payment details of the same should be forwarded to the Exchange.	

#### Summary of fees/ fines payable:

Category of Fees / Fines Payable	Quantum payable (incl. GST @18%)
Processing Fees for Revocation of suspension	Rs. 2,36,000/-
Annual Listing Fees	Rs. 3,83,500/-
Reinstatement Fees	Rs. 11,80,000/-
Fines levied pursuant to the provisions of SEBI SOP circular	Rs. 70,67,020/-

Please note that, any partial / incomplete submission shall be considered as non – submission of documents / non completion of formalities and will be dealt with accordingly.

Any queries regarding the aforesaid should be sent to the designated email ID [bse.delistscn@bseindia.com](mailto:bse.delistscn@bseindia.com)





**Bombay Potteries & Tiles Ltd**  
**Annexure IA**

A	B	C	D	E
SR	Description	Regulation	Status	Remarks
1	Book Closure / Record			
	a) Declaration of RD/BC 42(2) (Date)	42(2)	NA	
	b) Dividend 42(3)(Intimation Date)	42(3)	NA	
	c) Time gap between two record dates 42(4)	42(4)	NA	
	d) Time gap of 30 days between two book closures 42(5)	42(5)		
2	Annual Report (Soft Copy)	34	C	
3	Shareholding Pattern	31	C	
4	Promoter holding : Public (Calculated based on Fully-Paid Shares)	38	57.405 : 42.594 ( 30-06-2022 )	
5	Quarterly Results	33	C	
6	Compliance Officer	6(1)		Details not provided
	Registrars & Share Transfer Agent	7(1)	In House	
	Certificate	40(9,10)	MC-24	Pending to be submitted for the quarters given alongside in Column D.
	Investor Grievance Email id	6(2)(d)	mwadhwaconstructios@rediffmail.com	Update on Exchange website if it is changed
7	Corporate Governance	27(2)	Not applicable	
8	Investors		Nil	

	complaints (DIS)			
9	Secretarial Audit (Sec. Audit)	Rg.76	JQ-23,SQ-23	Pending to be submitted for the quarters given alongside in Column D.
10	Website of Company	46	–	Company should have functional website and all the information mandated to be displayed under Regulation 46 should be disseminated on Company website.
11	Cert. from RTA / Compliance Officer	7(3)	MC-24	Certificate is to be submitted within one month of end of the financial year
12	Quarterly Investor Complaints	13(3)	C	
13	Voting Results	44(3)	MQ-23,JQ-23,SQ-23,DQ-23,MQ-24	Pending to be submitted for the quarters given alongside in Column D.
14	Prior intimation of meeting of Board of Directors	29(2)		
		29(3)		

**Note: C - Complied**

**Note:**

M - March      Q-Quarter  
J - June        H-Half Year  
S - September   C-Year End  
D - December

SR	Description	Regulation
15	Composition of Board including appointment of woman director	17(1)
16	Constitution of Audit Committee	18(1)
17	Constitution of Nomination & Remuneration Committee	19(1)/19(2)
18	Constitution of Stakeholder Relationship Committee	20(2)
19	Constitution of Risk Management Committee	21(2)

**Note: If the provisions of Corporate Governance are applicable, the Company is required to comply with provisions for Composition of the Board and Board Committees.**

20	Listed Capital is not less than the Capital issued by the Company:				
		Period	Issued Capital (No of Shares)	Listed Capital (No of Shares)	Face Value
	CI File	14-06-24		130000	100
	Sec. Audit	MQ24	140000	130000	100
	SHP (Fully Paid Shares only)	Jun-22	130000		
	Results	Mar-24	130000		

There is a difference between issued and listed capital – The listing formalities for the said capital should be completed and listing approval obtained within the timelines stipulated for completion of formalities in the Order.

**Pending Discrepancies:**

Type Of	Quarter	MIS	Remark
Standalone Results	MC - 2023	Auditor Report not as per SEBI prescribed Format	Auditor Report is not as per SEBI prescribed Format (Refer SEBI circular CIR/CFD/CMD1/80/2019 dated July 19, 2019). Submit Auditor Report as per the prescribed format.
Secretarial Audit	SQ - 2023	Non Submission in XBRL Mode (Only PDF received).	Only PDF file received - Reconciliation of Share Capital Audit Report not filed in XBRL mode through BSE Listing Centre as per BSE circular dated 14th June, 2017. Require to file the report in XBRL mode.
Secretarial Audit	DQ - 2023	Reason of Difference not given	Reason of difference 10-11 is Solved & 10-15 not given in XBRL filing though there are difference in Issued capital vs Listed Capital vs Total Number of shares. Require to rectify /Reason of difference to be mentioned clearly in XBERL filing.



Secretarial Audit	DQ - 2023	RTA number not given / incorrect (XBRL)	RTA SEBI registration number in XBRL filing is incorrect mentioned. Require to rectify & mention correct RTA SEBI registration number in XBRL.
Secretarial Audit	MQ - 2024	Reason of Difference not given	Reason of difference 10-15 not given in XBRL filing though there are difference in Issued capital vs Listed Capital vs Total Number of shares. Require to rectify /Reason of difference to be mentioned clearly in XBERL filing.
Secretarial Audit	MQ - 2024	RTA number not given / incorrect (XBRL)	RTA SEBI registration number in XBRL filing is incorrect mentioned. Require to rectify & mention correct RTA SEBI registration number in XBRL.

**COMPANY PROFILE****Annexure IB**

(To be given on the Company's letterhead, duly signed by the Director/ Company Secretary/ Compliance Officer of the Exchange)

Name of the Company	
Registered Address Telephone Fax nos. Email ID	
Corporate Address (Address of Communication) Telephone Fax No. Email ID	
Company Website Address	
Name of Managing Director Residence Telephone No. Mobile No.	
Name of Chairman Telephone no. Mobile No.	
Name of all the Directors Telephone No.	
Name of Company Secretary & Compliance Officer Telephone Fax nos. Email ID	
Brief nature of Business	
Plant Locations / Site Address	
Name of the Group Companies	
Operational Status of Business	
Name change of the company in last five years	
Change in Main Line of Business in last five years	
Exchanges where the company is listed indicating Regional Stock Exchange	
Whether Listing Fees paid to all the Exchanges.	
Various Securities listed on BSE with the scrip codes and ISIN nos.	
Name of Auditors and the changes in last five years with the dates. If yes reasons for the same.	
Action taken against the company by any other exchange in last five years.	

***The information provided herein is as submitted by the company and BSE LTD is not responsible for errors, if any.***





**DIRECTORS PROFILE****Annexure IC**

PHOTOGRAPH
Signature
To be signed across the Photograph.

Full Name	
Date of Birth	
Fathers/ Husband Name	
Office Address with Telephone Nos. (Other than the company's address where the Director is working)  Tel No :	
Residence Address with Telephone Nos. (Other than the company's address where the Director is working)  Tel No :	
Permanent Address  Tel No :	
Permanent Account No.	
DIN No.	
Specimen Signature	



## **Annexure ID**

Format of the confirmation/Undertaking to be submitted by **Director/ Managing Director/Company Secretary/ Compliance Officer** of the Company on the letter head of the company:

### **UNDERTAKING**

As a pre-condition to the revocation of suspension in trading of the securities of the Company, the Company unconditionally undertakes as under:

1. That the Company will keep itself updated of all the amendments to the SEBI (LODR) Regulations 2015;

The company shall comply with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations /guidelines/circulars/notices/ directions requirements and conditions as may be issued by SEBI / Exchange from time to time. Kindly upload/mail scanned copies in "pdf" / XBRL format as applicable for compliances to:

- a) Listing Centre: <http://listing.centre.com> , for any assistance in this regard please contact Mr. Amol Hosalkar on Tele no. 22728390 or email to [listing.crd@bseindia.com](mailto:listing.crd@bseindia.com)
- b) Email to [bse.revocation@bseindia.com](mailto:bse.revocation@bseindia.com) or [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

Further, the Company agrees to abide by the Exchange Circular Dated 11 March 2016 DCS/COMP/33/2015-16 in relation to the Mandatory filing of compliances / information in Electronic Mode as stated above. Compliances / Submissions made through Fax, E-mail or Physical Mode i.e. through hand delivery/ Post / courier shall not be considered as submission to the Exchange and would be subject to the attendant penal actions.

2. That all communication/ intimation to the Exchange will be on the letterhead of the Company and signed by the signatory authorized to communicate the same.
3. That the Company will communicate in future
  - all price sensitive information
  - all press releases made by the company
  - ❖ to the Exchange, which may have a bearing, either directly or indirectly, on the share price of the company,
  - ❖ if issued as a press release then, prior to releasing the same to any media, wire agencies and its own website.
4. That there are no cases/ inquiries, under any act, pending against the Company, Designated Directors and Senior Officers of the Company. (If so, please give details)



5. That the Chairman, Managing Director or Designated Directors have never been prosecuted under any law. (If so, please give details)
6. That the Company has not violated any Rules, Regulations of SEBI, particularly SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997.
7. That the company will attend all investor grievances promptly.
8. That the Company agrees to comply with all the regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 henceforth, failing which the Exchange would proceed to take action as deemed fit.
9. We hereby declare that all the filings/ reports made with the Stock Exchange (BSE) and Registrar of Companies are the same with respect to the contents and information contained in these filings/reports.
10. The Company or its promoters or whole time directors are not in violation of the provisions of Regulation 24 of the SEBI Delisting Regulations, 2009/Reg 34 of SEBI Delisting Regulations 2021.
11. We hereby confirm that the company, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/MRD/DSA/CIR/P/2017/92 dated August 01, 2017.
12. The promoters or directors of the company are not fugitive economic offender as defined under SEBI (ICDR) Regulations, 2018.

Director/ Managing Director/Company Secretary/ Compliance Officer

Date:

**On Rs.100/- Stamp paper / Franking**

**LISTING AGREEMENT**

This Agreement is made on this ..... day of ..... by ..... a Company / any other entity duly formed and registered under the relevant Indian Act / statutory enactment of appropriate jurisdiction, including overseas jurisdiction, wherever applicable, and having its registered office at ..... (hereinafter called "the Issuer") with the ..... (Name of the Stock Exchange) (hereinafter called "the Exchange").

**WHEREAS:-**

a. It is a requirement of the Exchange that the Issuer shall submit a listing agreement duly executed along with an application for admission and continued admission of the securities to dealings on the Exchange.

b.\*The Issuer is desirous of continuing the listing of its securities on the Exchange.

Or

The issuer is desirous of listing its securities as mentioned in the application and made part hereof.

c. The Issuer is desirous of executing this Agreement in compliance with the aforesaid requirement of the Exchange.

NOW THEREFORE in consideration of the aforesaid, the Issuer hereby covenants and agrees with the Exchange as follows:

1. That the Issuer shall comply with the extant provisions of all the applicable statutory enactments governing the issuance, listing and continued listing of securities.
2. That without prejudice to the above clause, the Issuer hereby covenants and agrees that it shall comply with the following:—
  - i. the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and other applicable regulations / guidelines / circulars as may be issued by SEBI from time to time.
  - ii. the relevant byelaws / regulations / circulars / notices / guidelines as may be issued by the Exchange from time to time.
  - iii. such other directions, requirements and conditions as may be imposed by SEBI/Exchange from time to time.
3. That it shall pay listing and such other fees / fines as may be specified / levied by the Exchange from time to time within the prescribed period.
4. That it shall keep intimated the Exchange about change in any information / details of the issuer.





5. The admission and continued admission of the securities to dealings on the Exchange is subject to the discretion of the Exchange and subject to the powers of the Exchange to prohibit, suspend or withdraw the listing of the securities on the Exchange.
6. That the board of directors or a committee duly authorized by the board of directors of the issuer has passed a resolution for initial listing of the securities on the Exchange at its meeting held on the ..... day of ..... 20..... (not applicable in cases where the securities are already listed on the Exchange).
7. Both parties agree that earlier listing agreement stands rescinded and novation carried out in accordance with respective regulations (viz. ICDR , ILDS , NCRPS, etc.) shall not affect any right already accrued or liability incurred by either party nor effect any enquiry or investigation or any other action undertaken by the Exchange or SEBI.

This Agreement is duly executed on the day, month and year first mentioned above by the authorized signatories duly authorized by the board of directors or committee thereof in their..... meeting held on ..... (date).

SIGNED AND DELIVERED by the within named )  
 .....(Name of the Issuer) )  
 Through its Authorised Signatories )  
 Name(s): )  
 Designation(s): )

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SIGNED by the authorized signatory of Stock Exchange )  
 Name: )  
 Designation: )

*\*Note: Stock Exchange may strike off whichever is not applicable.*



**Information about the Company and Securities**

<b>Name of Issuer:</b>			
<b>CIN No.</b>			
<b>Registered office Address</b>			
<b>Corporate office Address</b>			
<b>Telephone No.</b>		<b>Fax No.</b>	
<b>Website address</b>		<b>e-mail id</b>	
<b>Name of the Company Secretary/ Compliance officer</b>			
<b>Telephone no.</b>		<b>Fax No.</b>	
<b>e-mail id</b>			
<b>Securities applied for listing</b> <i>(Please tick (√) the appropriate boxes)</i>	Specified securities ( Main Board)		
	Specified securities (SME Exchange)		
	Specified securities (Institutional Trading Platform)		
	Non-convertible debt securities		
	Non-convertible redeemable preference shares		
	Perpetual debt instrument		
	Perpetual non-cumulative preference shares		
	Indian depository receipts		
	Securitized debt instruments		
	Units issued by Mutual Funds		
	Others (Please specify)		





**ANNEXURE IF**

**DECLARATION REGARDING NON-REGISTRATION UNDER CGST/ SGST/ IGST**

Date:

To,  
BSE Limited  
Address of the Buyer

Dear Sir/Madam,

Sub: No registration obtained under the GST law

With reference to the above subject, we would like to state & submit as under:

1. In this regard, we hereby declare and affirm that we have not obtained registration with the GST Authorities. Accordingly, we shall not be entitled to claim any input tax credit on the invoices issued by your company for the goods / services supplied / to be supplied to us.
2. We also understand that it shall be our responsibility to intimate your goodself in future, as and when we obtain registration with the GST Authorities, and we also agree that any change shall be given effect prospectively & not retrospectively, i.e., we shall not request for amendments to invoices issued by you prior to our obtaining registration for incorporating our GST details on the said invoices.
3. We also understand that quoting of any false information in this declaration shall render me/us liable for all applicable legal and penal consequences, for which I/we shall be solely responsible.

We request you to treat this communication as a declaration regarding non-requirement to be registered under the Act.

**Thanks & Regards,  
For Name of the Client**

**Name of the Authorised signatory**





**Annexure IG**

**COMPLIANCE CERTIFICATE FOR THE QUARTER ENDED \_\_\_\_\_**

**(Pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015)**

I, \_\_\_\_\_, Compliance Officer of \_\_\_\_\_ ( name of listed entity), or I, \_\_\_\_\_, Practising Company Secretary appointed by \_\_\_\_\_ ( name of listed entity) am aware of the compliance requirement of Structured Digital Database (SDD) pursuant to provisions of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations) and I certify that

1. the Company has a Structured Digital Database in place
  2. control exists as to who can access the SDD
  3. all the UPSI disseminated in the previous quarter have been captured in the Database
  4. the system has captured nature of UPSI along with date and time
  5. the database has been maintained internally and an audit trail is maintained
  6. the database is non-tamperable and has the capability to maintain the records for 8 years.
- (relevant points from 1 to 6 can be striked off in the case of non compliance)

I also confirm that the Company was required to capture \_\_\_\_\_ number of events during the quarter ended and has captured \_\_\_\_\_ number of the said required events.

I would like to report that the following noncompliance(s) was observed in the previous quarter and the remedial action(s) taken along with timelines in this regard:

For \_\_\_\_\_

Compliance Officer or Practising Company Secretary

Date:

Place:

