



Balaji Agro Oils Limited

Date: 30th May, 2022

To
Head-Listing & Compliance
Metropolitan Stock Exchange of India Ltd (MSE)
Vibgyor Towers, 4th Floor,
Plot No. C62, G-Block, Opp. Trident Hotel,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 098.

Dear Sir,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended 31st March, 2022 under Regulation 24A of SEBI (LODR) Regulations, 2015 – Reg.

Ref: ISIN – INE049E01011; Symbol – “BALAJIAGRO”.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Secretarial Compliance Report for the financial year ended 31st March, 2022 issued by FCS Mahesh Grandhi, Practicing Company Secretary (FCS: 7120).

This is for your information and records.

Thanking you,
For BALAJI AGRO OILS LIMITED

(SRIDEVI CH)
Company Secretary & Compliance Officer



Regd. Office : Old Checkpost Centre, Door No. 74-2-19, Krishna Nagar, VIJAYAWADA - 520 007. Phone : 2554393, 2554326.
Factory : DAVULURU, Kankipadu Mandalam, Krishna District, A.P. Phone : (0866) 2822671, 2822672, Fax : 2822673
E-mail : balajiagro@rediffmail.com

PAN No. AACCB9632L, CIN of the Company : L15143AP1994PLC017454, website : www.baol.in
E-mail (for exchange communication & investor Grievances) : info@baol.in



G. Mahesh
Practicing Company Secretary

To

**The Board of Directors,
BALAJI AGRO OILS LIMITED,
CIN: L15143AP1994PLC017454)
74-2-19, Old Check Post Centre,
Krishna Nagar, Vijayawada - 520007**

Sub: Annual Secretarial Compliance Report for the Financial Year 2021-22

Dear Sir,

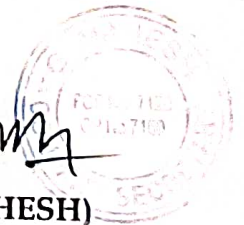
I have been engaged by **BALAJI AGRO OILS LIMITED** (hereinafter referred to as the 'Company') bearing CIN: L15143AP1994PLC017454, whose equity shares are listed on **Metropolitan Stock Exchange of India Ltd (MSEI), Mumbai**, to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th 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.

Our 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.

Our 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 is enclosed

Place : Hyderabad
Date : 30.05.2022



(G. MAHESH)
PROPRIETOR OF G.P. ASSOCIATES
FCS NO. 7120
CP NO. 7160
P.R.No. 2111/2022
UDIN : F007120D000423206

Annexure-A

**Secretarial compliance report of M/s. Balaji Agro Oils Limited
for the year ended 31st March, 2022**

I, Grandhi Mahesh, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by Balaji Agro Oils 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 31.03.2022 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (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;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



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 there under, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Appointment of New Independent Director within the timelines	Appointment of New Independent Director was complied after the prescribed timeline due to covid-19

(a) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.

(b) 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 there under:

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
1.	Metropolitan Stock Exchange of India Ltd (MSEI)	Appointment of New Independent Director as per Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was made after the prescribed timelines	Fine levied for not complying with the regulation within the timelines but the same was condoned on the explanation/ clarification provided by the Company	Appointment was made after the timelines.



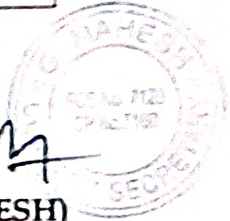
(c) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NA				

Place : Hyderabad
Date : 30.05.2022



G. Mahesh



(G. MAHESH)
PROPRIETOR OF G.P. ASSOCIATES

FCS NO. 7120

CP NO. 7160

P.R.No. 2111/2022

UDIN : F007120D000423206