



BITS Limited

CIN: L72200DL1992PLC241971

Regd. Office : 711, 7th Floor, New Delhi House, 27, Barakhamba Road,
Connaught Place, New Delhi-110001 • Tel.: 011-43656567
• E-mail: bitsltd@gmail.com • Website: www.bits.net.in

To,
The Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Date: 30th June, 2021

SUBJECT: - SUBMISSION OF ANNUAL SECRETARIAL COMPLIANCE REPORT

Dear Sir/Madam,

With reference to the SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed Annual Secretarial Compliance Report duly signed by **Mrs. Pritika Nagi**, Partner of **M/s. Pritika Nagi & Associates**, Practicing Company Secretary for the year ended March 31, 2021.

Kindly take the same in your records.

Thanking You,

Yours Faithfully,
For **Bits Limited**

Surendra Singh Tangar
Company Secretary & Compliance Officer



**ANNUAL SECRETARIAL COMPLIANCE REPORT OF BITS LIMITED FOR THE YEAR ENDED
31ST MARCH, 2021**

I Pritika Nagi, Practicing Company Secretary has examined:

- (a) all the documents and records made available to us and explanation provided by **Bits Limited** ("the Company" or "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, 2021 ("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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable during the year under review)**
- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (g) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable during the year under review)**
- (h) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable during the year under review)**

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

(j) 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)**

(k) and 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 (Regulations/ guidelines including specific clause)	Requirement circulars /	Deviations	Observations/Remarks of the Practicing Company Secretary
--NIL--				

(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/ 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.
NIL				

(d) 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*	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
--Not Applicable--				

I further report that, during the Review Period,

In view of the situation emerging out of the outbreak of COVID-19 Pandemic, we could not examine physical documents, records and other papers etc. of the Company for the year ended 31st March, 2021 and the documents/information required by us were provided through electronic mode.



Pritika Nagi

Practicing Company Secretary
[ACS No.: 29544 C P No.: 11279]

Place: - New Delhi
Date: - 30-06-2021

UDIN: A029544C000553641