



P. S. Rao & Associates

Company Secretaries

Address: D.No. 6-3-347-22/2, Flat-10, 4th Floor, Iswarya Nilayam,
Dwarakapuri Colony, Punjagutta, Hyderabad 500081, Telangana, Tele-
Fax: 040-23352185/6

To
The Board of Directors
BANKA BIOLOO LIMITED ("The Company")
CIN: L90001TG2012PLC082811,
Plot No. 11-4-651, Flat No. A 109
Express Apartment, Lakdi ka Pool,
Hyderabad-500004, Telangana, India.

Sub: Annual Secretarial Compliance Report for the Financial Year 2022-23

Sir/Madam,

I M Ramana Reddy, P. S. Rao & Associates, Practicing Company Secretary have been engaged for issuing the Annual Secretarial Compliance Report of **Banka BioLoo Limited**, ("**the Company**"), a Listed entity Listed on the National Stock Exchange of India, for the Financial Year 2022-23, in terms of SEBI Regulation 24A (2) of Listing Obligations and Disclosure Requirements) 2015 read with SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019.

It is the responsibility of the management of the company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued thereunder from time to time, and ensure that the systems are adequate and operating effectively.

Our responsibility is to verify compliances by the company with provisions of all applicable SEBI Regulations and circulars/guidelines issued thereunder from time to time and issue a report thereon.

Our Audit was conducted in accordance with the Guidance Note on the 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.

For P. S. Rao and Associates

Company Secretaries


M Ramana Reddy

Company Secretary

C P No. 18415



Place: Hyderabad
Date: 29.05.2023
UDIN: F011891E000412709
P.R. No.: 710/2020



P. S. Rao & Associates

Company Secretaries

*Address: D.No. 6-3-347-22/2, Flat-10, 4th Floor, Iswarya Nilayam,
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**Annual Secretarial Compliance Report of Banka BioLoo Limited ("the listed entity")
for Financial Year Ended 31 March 2023**

I, **M. Ramana Reddy, Practicing Company Secretary, Hyderabad**, have examined:

- (a) All the documents and records made available to us and explanation provided by **Banka BioLoo 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 on 31 March 2023 ("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, and guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, and 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;

M. Ramana Reddy



- d. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not attracted during the year under review);
- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not attracted during the year under review);
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not attracted 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 attracted during the year under review);
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i. Other regulations as applicable and Circulars/ guidelines issued thereunder

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

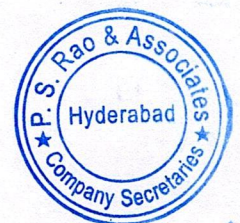
| Sr. No. | Particulars | Compliance Status (Yes/No/NA) | Observations /Remarks by PCS* |
|---------|---|-------------------------------|-------------------------------|
| 1. | Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013, and are mandatorily applicable. | Yes | - |
| 2. | Adoption and timely updation of the Policies: <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI | Yes Yes | - - |
| 3. | Maintenance and disclosures on the Website: <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website | Yes | - |

M. Ramesh



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| | <ul style="list-style-type: none"> ● Timely dissemination of the documents/information under a separate section on the website ● Web links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website | Yes | - |
| | | Yes | - |
| 4. | Disqualification of Director: None of the Directors (s) of the Company is/ are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity. | Yes | - |
| 5. | Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none"> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries | Yes | - |
| | | Yes | - |
| 6. | Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per the Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015. | Yes | - |
| 7. | Performance Evaluation: The listed entity has conducted a performance evaluation of the Board, Independent Directors, and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations. | Yes | - |
| 8. | Related Party Transactions: <ul style="list-style-type: none"> (a) The listed entity has obtained prior approval of the Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained. | Yes | During the financial year 2022-2023, listed entity has obtained prior approval from the Audit Committee for all related party transactions. |
| | | Yes | |

M. Ramesh

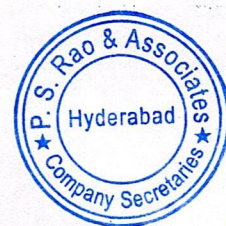


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|-----|---|-----|--|
| 9. | Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder. | Yes | - |
| 10. | Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015. | Yes | - |
| 11. | Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**). | NA | No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges under SEBI Regulations and circulars/ guidelines issued thereunder. |
| 12. | Additional Non-compliances, if any: No additional non-compliance was observed for any SEBI regulation/circular/guidance note etc. | NA | - |

Compliances related to the resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October 2019:

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M. R. Rao



| Sr. No. | Particulars | Compliance Status (Yes/No/NA) | Observations /Remarks by PCS* |
|---------|--|-------------------------------|---|
| 1. | Compliances with the following conditions while appointing/re-appointing an auditor | | |
| | <p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p> | <p>NA</p> <p>NA</p> <p>NA</p> | <p>No event has occurred for the resignation of the auditor and hence, the existing auditor has duly signed the limited review/ audit report for all four quarters as well as the reporting financial year.</p> |
| 2. | Other conditions relating to the resignation of the statutory auditor | | |
| | <p>i. Reporting of concerns by the Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting</p> | <p>NA</p> | <p>No concerns were raised by the existing statutory auditor to the audit committee of the listed entity.</p> |



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| | <p>for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents have been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information/explanation from the company, the auditor has informed the Audit Committee of the details of the information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> | <p>NA</p> <p>NA</p> | <p>No event for the resignation of the auditor has taken place.</p> <p>As there was no event for resignation of the auditor has been taken place, no information was required to be received and communicated.</p> |
| 3. | The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October 2019. | NA | No event for the resignation of the auditor has taken place. |

The Additional disclosures of the Annual Secretarial Compliance Report as below:-

- (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:

M. S. Rao



| Sr. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clauses) | Regulation/ Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---------|--|--------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|---------|
| | | | | | NIL | | | | | |

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

| Sr. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clauses) | Regulation/ Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---------|--|--------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|---------|
| | | | | | NIL | | | | | |

For P. S. Rao and Associates
Company Secretaries



M Ramana Reddy
M Ramana Reddy

Partner

FCS No.:11891

C P No. 18415

UDIN: F011891E000412709

P.R. No.: 710/2020

Place: Hyderabad

Date: 29.05.2023