

26 May 2022

To  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai - 400051

**Symbol: BANKA**

**Sub: Submission of Annual Secretarial Compliance Report of “Banka BioLoo Limited” (The Company) for the year ended 31 March 2022**

*Ref: Regulation 24(A)(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular CIR/CFD/CMD1/27/2019 dated 8 February 2019*


Dear Sir/Madam,

With reference to the above subject, and in compliance with the same, please find enclosed the Annual Secretarial Compliance Report for the year ended 31 March 2022, issued by P. S. Rao & Associates, Company Secretaries, under the signature of Mr. M. Ramana Reddy, Practicing Company Secretary, Hyderabad, the Secretarial Auditors of the Company.

This is for your information and record.

**Thank you**

**For Banka BioLoo Limited**



**Sri Bala Aditya Yanamandra**  
**Company Secretary & Compliance Officer**



# **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 2021-22**

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, a ("the Company")**, a Listed entity Listed on the National Stock Exchange of India, for the Financial Year 2021-22, 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 are 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  
Practicing Company Secretaries**

**Place: Hyderabad  
Date: 26-05-2022  
UDIN: F011891D000399410**

  
**M Ramana Reddy  
Partner  
C P No. 18415**

PR: 710/2020



# **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

### **Annual Secretarial Compliance Report of Banka BioLoo Limited for Financial Year Ended 31 March 2022**

I, **M. Ramana Reddy, Practicing Company Secretary from P. S. Rao and Associates, 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 2022 ("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:**

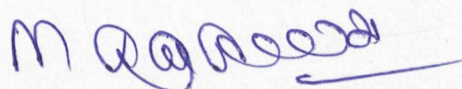
- a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 9 (SEBI LODR Regulations)
- b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not attracted during the review period**);

*M. Ramana Reddy*

- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not attracted during the review period);**
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not attracted during the review period);**
- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not attracted during the review period);**
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i. Other regulations as applicable and
- j. Circulars/ guidelines issued thereunder

**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 to the extent applicable.
- 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/our examination of those records.
- c) There were no 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 in so far as it appears from my examination of those records.
- d) The Board of Directors and shareholders of the Company vide the resolutions passed in their meeting held on 19 February 2022 and 20 March 2022 respectively, approved the proposal for the acquisition of the entire 100% stake represented by 44,14,598 fully paid-up equity shares having face value Rs. 10 each in Enzotech Solutions Private Limited ("Enzotech"), a private limited company, incorporated under The Companies Act, 1956, and having its registered office at 4, Kuppusamy Street, Off Old Mahabalipuram Road, Karapakam, Chennai - 600097, from the existing shareholders of Enzotech for a consideration amounting to Rs. 4,33,25,698 (Rupees Four Crores Thirty-Three Lakhs Twenty-Five Thousand Six Hundred Ninety-Eight only), by way of consideration other than cash (though share swap) i.e. by way of issuance of 5,65,462 (Five Lakhs Sixty-Five Thousand Four Hundred and Sixty-Two) equity shares of Rs. 10 (Rupees Ten only) each of the Company at a price of Rs. 76.62 (Rupees Seventy-Six and Sixty-Two Paise only) per share including a premium of Rs. 66.62 (Rupees Sixty-Six and Sixty-Two Paise) per share, which is not less than the price determined in accordance with Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (hereinafter referred to as the "Floor Price") to the shareholders of Enzotech.



Accordingly, the company allotted the aforesaid equity shares to the shareholders of Enzotech on 25 March 2022. The issue and allotment of aforesaid equity shares on a preferential basis / private placement basis has been made by SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (SEBI ICDR Regulations) and amendments thereof.

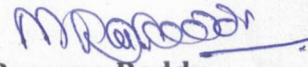
The company has made all the requisite disclosures in terms of SEBI (LODR) Regulations, SEBI (ICDR) Regulations, and SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The company received in-principle approval under Regulation 28(1) of SEBI LODR Regulations, 2015 Vide NSE Letter Ref: NSE/LIST/30174, dated 17 March 2022, and approval for the listing of 565462 Equity shares of Rs. 10/- each allotted on a preferential basis Vide NSE Letter Ref: NSE/LIST/30547 dated 1 April 2022. Further, the Company received Trading Approval to list the aforesaid equity shares Vide NSE Letter Ref: NSE/LIST/ 30693 dated 19 May 2022.

The Secretarial Compliance Report for the financial year ended 31-03-2022 did not contain any observation detailing the action to be taken.

**For P. S. Rao and Associates  
Practicing Company Secretaries**

**Place: Hyderabad**  
**Date: 26-05-2022**  
**UDIN: F011891D000399410**

  
**M Ramana Reddy**  
**Partner**  
**C P No. 18415**  
**PR: 710/2020**