

Bimetal Bearings Limited

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PB No.3772, No.18, RACE COURSE ROAD, COIMBATORE –18
CIN: L29130TN1961PLC004466

Manufacturers of



Thinwall Bearings, Bushings and Thrust Washers

Ref:Sec/1503

29th May 2024

Submitted to:
BSE Limited, P.J. Towers
Dalal Street, Mumbai - 400 001.

/ **Electronic Filing** /

Sir / Madam,

**Submission of Annual Secretarial Compliance Report
for the financial year ended 31st March 2024**

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular No.CIR/CFD/CMD1/27/2019 Dt.8th February 2019, we are pleased to submit the **Annual Secretarial Compliance Report** of the Company for the **year ended 31st March 2024** issued by M/s.KSR & Co Company Secretaries LLP, the Secretarial Auditors of the Company.

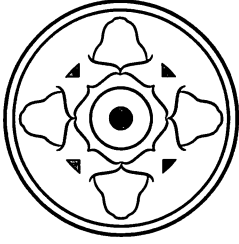
Kindly acknowledge receipt and do the needful.

For **Bimetal Bearings Limited**

A handwritten signature in black ink, appearing to read "K. Vidhya Shankar".

K.Vidhya Shankar

Company Secretary / Compliance Officer



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Assuring Compliances & Solutions – beyond challenge™

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ANNUAL SECRETARIAL COMPLIANCE REPORT OF BIMETAL BEARINGS LIMITED FOR THE YEAR ENDED 31ST MARCH 2024

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Bimetal Bearings Limited (CIN - L29130TN1961PLC004466)** (hereinafter referred as 'the listed entity'), having its Registered Office at Hosur Gardens, Sembiam, Chennai – 600 011. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on 31st March 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

We have examined:

- all the documents and records made available to us and explanation provided by the listed entity,
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the financial year ended 31st March 2024 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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");



CENTRAL OFFICE :

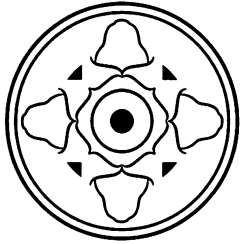
7C, Mayflower Signature,
No. 365/13, Avinashi Road, Peelamedu,
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Phone : (0422) 2302867 / 68, 2305676, 4982868, 4952868
E-mail : info@ksrandco.in

BRANCH OFFICE :

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E-mail : chennai@ksrandco.in

BRANCH OFFICE :

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The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

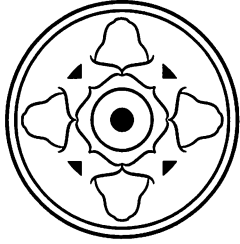
- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

And based on the above examination, we 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 Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action [Advisory / Clarification / Fine / Show Cause Notice/ Warning, etc.]	Details of Violation	Fine Amount	Observations/ Remarks of PCS	Management Response	Remarks
1.	Listed Entity shall ensure that transmission requests are processed within seven days of receipt of the specified documents	Reg 40(3)	Listed Entity has processed the request of transmission beyond seven days.	NA	NA	Listed Entity has not processed the request of transmission within seven days of its receipt	NA	Listed Entity has not processed the request of transmission within seven days.	an isolated case of approving the request with slight delay as it was taken in the scheduled STC meeting	--





2.	Listed Entity shall submit information regarding duplicate certificates to stock exchange within two days of getting the information	Reg 39 (3)	Listed Entity has not submitted the information regarding duplicate certificates to stock exchange within two days.	NA	NA	Listed Entity has not submitted the information regarding duplicate certificates to stock exchange within two days.	Listed Entity has not submitted the information regarding duplicate certificates to stock exchange within two days.	an isolated case where intimation to stock exchange was given belatedly	---
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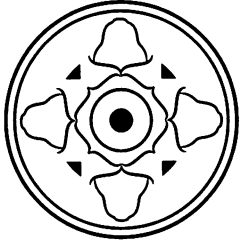
b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sl. No	Observations/ Remarks of the PCS in the previous reports	Observations made in the secretarial compliance report for the year ended ... (the years are to be mentioned)	Compliance Requirement (Regulations / Circulars / Guidelines including specific clause	Details of violation/ deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
NIL						

III. We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

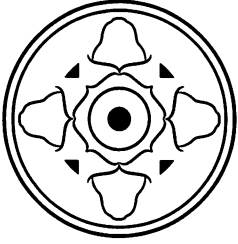
Sl. No.	Particulars	Compliance Status (Yes /No/NA)	Observations / Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	Nil
2.	Adoption and timely updation of the Policies: All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	Yes	Nil





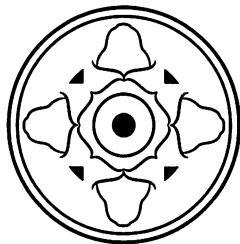
	All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/ circulars/ guidelines issued by SEBI	Yes	Nil
	Maintenance and disclosures on Website:		
	The Listed entity is maintaining a functional website	Yes	Nil
	Timely dissemination of the documents/ information under a separate section on the website	Yes	Nil
	Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website	No	To provide a direct link instead of disclosing the website reference in words.
3.	Disqualification of Director(s): None of the director(s) of the listed entity are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	Yes	Nil
4.	Details related to Subsidiaries of listed entities have been examined w.r.t.:		
	Identification of material subsidiary companies	NA	The Listed Entity does not have any material subsidiary.
	Disclosure requirements of material as well as other subsidiaries	NA	Nil





5.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	Nil
6.	Performance Evaluation: The listed entity has conducted 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	Nil
7.	Related Party Transactions: The listed entity has obtained prior approval of Audit Committee for all Related party transactions	Yes	Nil
	In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee;	NA	Nil
8.	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	Nil





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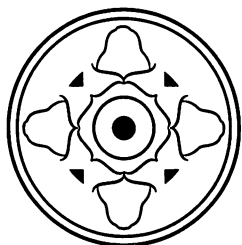
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9.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	Nil
10.	Actions taken by SEBI or Stock Exchange(s), if any: No actions has been taken against 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 (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges as specified in the last column.	Yes	Nil
11.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	Nil
12.	Additional non-compliances, if any: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	NA	Nil





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Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: Coimbatore

For KSR & Co, Company Secretaries LLP

Date: 29th May, 2024

V.R. Sankaranarayanan

V.R. Sankaranarayanan
Partner

FCS No.: 11684 CP No.: 11367

UDIN: F011684F000489282

PR No.: 2635/2022