



BALRAMPUR CHINI MILLS LIMITED

CIN - L15421WB1975PLC030118
Reg.Off. : FMC Fortuna, 2nd Floor, 234/3A, A. J. C. Bose Road, Kolkata - 700 020

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10th March, 2023

BSE Limited Department of Corporate Services Listing Department, PJ Tower, Dalal Street, Mumbai 400001, India Scrip Code: 500038 Kind Attn: Mr. Raghavendra Bhat	National Stock Exchange of India Limited Listing Department, 'Exchange Plaza', C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai 400051, India Scrip Code: BALRAMCHIN Kind Attn: Ms. Aarti Surve
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Dear Sir/ Madam,

Sub: Extinguishment of equity shares in connection with the Buyback of equity shares and Reconciliation of the Share Capital

In compliance with Regulation 21 read with Regulation 11 of SEBI (Buy-Back of Securities) Regulations, 2018 (the "Buyback Regulations"), this is to inform you that the Company has extinguished 19,49,608 (Nineteen Lakh Forty Nine Thousand Six Hundred and Eight) fully paid up equity shares of Re. 1/- each. We enclose a copy of the certificate signed by KFin Technologies Limited (Registrar), M/s Lodha & Co, Chartered Accountants (Statutory Auditors of the Company) and the Company confirming that the above equity shares were extinguished in compliance with the applicable provisions of the Buyback Regulations.

We request you to take note of the same.

Thanking you,

For Balrampur Chini Mills Limited

Manoj Agarwal
Company Secretary & Compliance Officer

Place: Kolkata

Encl: As above

**The Board of Directors,
Balrampur Chini Mills Limited
2nd Floor, "FMC Fortuna",
234/ 3A, A. J. C. Bose Road,
Kolkata – 700 020**

INTRODUCTION

- 1) We, M/s Lodha & Co, Chartered Accountants (Firm Registration No. 301051E) are the statutory auditors of M/s **BALRAMPUR CHINI MILLS LIMITED** (the "Company"), having its registered office at 2nd Floor, "FMC Fortuna", 234/ 3A, A. J. C. Bose Road, Kolkata – 700 020.
- 2) This Certificate is issued in accordance with the terms of our engagement letter dated 3rd November, 2022 for the purpose of confirming the particulars stated in the attachment "Certification of Extinguishment of Equity Shares bought by M/s Balrampur Chini Mills Limited" (the "Statement"), in compliance with the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (as amended from time to time) and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 (as amended from time to time) (hereinafter collectively referred to as "the Regulations"), as prepared by the Company from the relevant records and/ or details and the statement/ confirmation obtained from the National Securities Depository Limited ("NSDL"). The Statement has been initialed by us for identification purposes only.
- 3) The accompanying Statement made by the Company pursuant to the Public Announcement dated 10th November, 2022 and published on 11th November, 2022 ("the Public Announcement"), has been prepared by the management. We have initialed the same for identification purposes only.
- 4) The Company has bought back 20,53,131 equity shares of Re 1 each (including 1,03,523 equity shares of Re 1 each bought back up to 31st January, 2023) from the Open Market up to 28th February, 2023. Consequent to this, these shares have been extinguished as per the Regulations.
- 5) We have been requested by the management to certify the Statement containing the details of extinguishment of shares bought back to assist them in complying with the provisions of the Regulations.

MANAGEMENT'S RESPONSIBILITIES

- 6) The preparation of the Statement in compliance with the provision of Regulations is the responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of the internal control relevant to the preparation and presentation of the statement and preparation and maintenance of relevant details of the shares bought back and all statutory records and registers and other relevant supporting records and documents.
- 7) It is management's responsibility to extinguish the shares in dematerialised form through NSDL within time period as prescribed by the Regulations and obtain necessary confirmation to the effect from Registrar and NSDL.

AUDITORS' RESPONSIBILITIES

- 8) It is our responsibility to certify the Statement based on our examination of relevant records and documents maintained and obtained by the Company and furnished to us for the purpose mentioned in para 5 above.



- 9) We, having regard to para 5 above, have conducted examination of the Statement with respect to confirmation received in this respect from NSDL and Registrar in accordance with the Guidance Note on Reports or Certificates for Special Purposes ("the Guidance Note"), issued by the Institute of Chartered Accounts of India ("the ICAI"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- 10) We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, "Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements" issued by the ICAI.

CONCLUSION

- 11) Based on our examination of the procedures as above and the information and explanations given to us, we hereby certify that the company has extinguished and/ or cancelled, the equity shares bought back as per the details given in the attached Statement aggregating to 20,53,131 equity shares (64,746 equity shares, 38,777 equity shares and 19,49,608 equity shares extinguished/ cancelled on 7th December, 2022, 15th February, 2023 and 9th March, 2023 respectively) in dematerialised form and thereby the said Statement as compiled by the management has been found to be in accordance with the confirmations received for such extinguishment and books and records of the Company.

RESTRICTION ON USE

- Our work was performed solely to assist the Company in meeting their responsibilities in relation to compliance with the Regulations. Our obligation in respect of this Certificate are entirely separate and our obligation and liability as Statutory Auditors are in no way changed or altered by this. Nothing in this certificate, nor anything said or done in course of or in connection with the services that are subject of this certificate will extend in duty of care, we may have in our capacity as Statutory Auditors of the Company.
- This certificate is addressed to and provided to the management of the company for meeting its responsibilities with reference to the Companies Act 2013 and provisions of the Regulations, as applicable, and should not be used by any other person, or for any other purpose (except for filing with statutory authorities, e.g., Securities and Exchange Board of India/ Registrar of Companies). Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come, without our prior consent in writing.

**FOR LODHA & CO
CHARTERED ACCOUNTANTS
FIRM'S REGISTRATION NUMBER: 301051E**



R.P. Singh

**R.P.SINGH
PARTNER**

**MEMBERSHIP NO.: 052438
UDIN: 23052438BGXSBK2180**

Place: Kolkata
Date: 10th March, 2023

CERTIFICATE OF EXTINGUISHMENT OF EQUITY SHARES BOUGHT BY
M/s. BALRAMPUR CHINI MILLS LIMITED

Pursuant to the approval of the Board of Directors of BALRAMPUR CHINI MILLS LIMITED (the "Company") on 9th November, 2022 and Public Announcement dated 10th November, 2022 published on 11th November, 2022 for the Buy-Back of Equity Shares from the Open Market through Stock Exchanges, the Company has bought back 20,53,131 (Twenty Lakh Fifty Three Thousand One Hundred and Thirty One) equity shares of Re. 1/- each upto 28th February, 2023. The Shares bought back was 64,746 equity shares of Re. 1/- each till 30th November, 2022 and the same was extinguished on 7th December, 2022. Further, 38,777 equity shares of Re. 1/- each was brought back from 1st January, 2023 to 31st January, 2023 and the same was extinguished on 15th February, 2023. The following are the details of the extinguishment of the Equity Shares bought back by the Company from 1st February, 2023 to 28th February, 2023:

EQUITY SHARES IN DEMATERIALIZED FORM:


Name of the Depository Participant and DP ID No.	Client ID	Date of extinguishment	No. of equity shares extinguished
AXIS BANK LIMITED [IN300484]	30332323	9th March, 2023	19,49,608

It is certified that the above Equity Shares of the Company were extinguished and/ or cancelled in compliance with the applicable provisions of Regulation 21 read with Regulation 11 of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended from time to time.

For Balrampur Chini Mills Limited

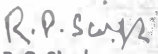

Vhyek Saraogi
Chairman and Managing Director
DIN: 00221419


Praveen Gupta
Whole Time Director
DIN: 09651564


Maho Agarwal
Company Secretary and
Compliance Officer

The Statutory Auditors, M/s Lodha & Co, Chartered Accountants and the Registrar, KFin Technologies Limited have authenticated this certificate as identification thereof.

For Lodha & Co.
Chartered Accountants,
Firm's Registration No.: 301051E


R. P. Singh
Partner
Membership No. 052438



For KFin Technologies Limited


S. V. Raju
Deputy Vice President



Place: Kolkata
Date: 10th March, 2023

Enclosed: Confirmation dated 9th March, 2023 from National Securities Depository Limited (NSDL) for extinguishment of Equity Shares in demat form.

Ref: II/CA/COM/14068/2023

March 09, 2023

Mr. Manoj Agarwal
Company Secretary and Compliance Officer
Balrampur Chini Mills Limited
FMC Fortuna, 2nd Floor
234/3A, A.J.C. Bose Road
Kolkata - 700020

Sub : Buy-back (open market purchase)

Dear Sir,

As per the corporate action(s) executed by your R&T Agent/Registry Division viz; KFIN TECHNOLOGIES LIMITED , Equity Shares were credited/debited to the account(s) in the NSDL system, details of which are given below :

<i>ISIN</i>	<i>ISIN Description</i>	<i>D/C</i>	<i>Records</i>	<i>Quantity</i>	<i>Execution Date</i>
INE119A01028	BALRAMPUR CHINI MILLS LIMITED EQ NEW FV 1/-	Debit	1	1,949,608.000	09/Mar/2023

You may contact your R&T Agent/ Registry Division for further details in this regard.

Yours faithfully,

Rakesh Mehta
Vice President

Digitally Signed By
Name: RAKESH M MEHTA
Date: 09/03/2023 11:46:16
Reason: Authentication
Location: NSDL, Mumbai

**Details of Capital of the Company, pre and post extinguishment pursuant to the Buyback:**

Sr. No	Particulars	(Rs.)	(Rs.)
1.	Authorised Share capital of the Company 40,00,00,000 Equity Shares of Re. 1 each 25,00,00,000 Preference Shares of Rs.100 each	40,00,00,000.00 25,00,00,000.00	65,00,00,000.00
2.	Issued, subscribed and paid-up Equity Share capital before extinguishment pursuant to the buy-back (20,39,36,477 Equity Shares of Re. 1 each)	20,39,36,477.00	20,39,36,477.00
3.	Issued, subscribed and paid-up Equity Share capital after extinguishment pursuant to the buy-back (20,19,86,869 Equity Shares of Re. 1 each)	20,19,86,869.00	20,19,86,869.00

Total 19,49,608 (Nineteen Lakh Forty Nine Thousand Six Hundred and Eight) nos. equity shares were extinguished under the third tranche of Extinguishment. Also note that all the shares were extinguished in Dematerialized mode only.

For Balrampur Chini Mills Limited

Manoj Agarwal
Company Secretary and Compliance Officer