



Best Agrolife Limited

CIN : L74110DL1992PLC116773

24th June, 2021

To,

The Manager,
Compliance Department
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

SCRIP CODE: 539660

SCRIP ID: BESTAGRO

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2021

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2021.

Submitted for your information and record.

Thanking You,
Yours faithfully,

For Best Agrolife Limited
BESTAGROLIFE LIMITED

Astha Wahi
Astha Wahi
Company Secretary
CS & Compliance Officer





MSTR&ASSOCIATES

COMPANY SECRETARIES

Off:105& 302, C-2/4, Pragati Market

Ashok Vihar, Phase II, Delhi

Ph. 27431426, 27460196

Email id: mstrassociate@gmail.com;

Secretarial Compliance Report of BEST AGROLIFE LIMITED For the Financial year ended March 31, 2021

We have examined:

- a) all the documents and records made available to us and explanation provided by BEST AGROLIFE 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 March 31, 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 Disclosures 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 (Buyback of Securities) Regulations 2018;**
- (e) *Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;**

(f) *Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(g) *Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares), Regulations, 2013;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

and circulars/ guidelines issued thereunder;

*No event took place under these Regulations during the review period.

During the year under review, the Hon'ble National Company Law Tribunal approved the Scheme of Amalgamation of Best Agrochem Private Limited with the Best Agrolife Limited vide Order No. 639 dated 22/05/2020.

During the year under review, the Company has also allotted shares of the Company in consideration to the Amalgamation of Best Agrochem Private Limited with the Company as approved by Hon'ble National Company Law Tribunal, Principal Bench, New Delhi and filing the application seeking for listing and trading permission of the shares issued pursuant to Scheme of Arrangement.

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:

S.No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 74(5) of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;	Requirement of Submission of Certificate under Regulation 74(5) to the Stock Exchanges i.e. BSE Limited	As per the requirement of Regulation 74(5) Securities And Exchange Board Of India (Depositories And Participants) Regulations, 2018, it is required to submit certificate of security from the participants to depository and

			to every stock exchange where the security is listed with in fifteen days of the receipt of the Certificate. However, it has been observed that the Company was complied with provisions as aforesaid except for the June quarter 2020.
2	As per Regulation 33 of the Securities and Exchange Board of India (LODR) 2015, there is a requirement to file a declaration on unmodified Opinion on Quarterly Financial Results with the Stock Exchanges alongwith audited financial results of the Company.	As per Regulation 33 of the Securities and Exchange Board of India (LODR) 2015, there is a requirement to file a declaration on Unmodified Opinion on Audited Financial Results with the Stock exchanges alongwith audited financial results of the Company.	It has been observed that the Company was complied with the provisions of Regulation 33 of the Securities and Exchange Board of India (LODR) 2015 except submission of Unmodified Opinion on Audited financial results for the FY 2019-20 of the Company. The Company has submitted the declaration on unmodified opinion on Audited Financial Results on August 24, 2020.

(b)The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our 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 there under-**NIL**.

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

S.No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2020 (The years	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
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		are to be mentioned)		
1.	As per the requirement of Regulation 74(5) Securities And Exchange Board Of India (Depositories And Participants) Regulations, 2018, it is required to submit certificate of security from the participants to depository and to every stock exchange where the security is listed with in fifteen days of the receipt of the Certificate. However, we observed that the Company obtained the requisite certificate from its RTA, but the same was not submitted to the Stock Exchanges, during the year under review	In the FY 2019-20, Secretarial Compliance Audit report was not applicable to the Company. However, the observation was mentioned in the Secretarial Audit Report.	The Company had submitted certificates under the Regulation 74(5) Securities And Exchange Board Of India (Depositories And Participants) Regulations, 2018 to the Stock Exchanges from the September 2020 quarter onwards.	The Company had submitted certificates under the Regulation 74(5) Securities And Exchange Board Of India (Depositories And Participants) Regulations, 2018 to the Stock exchanges from the September 2020 quarter onwards.

(Note):

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.

2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.

Place: New Delhi
Dated: 24-06-2021

For MSTR & ASSOCIATES
Company Secretaries

(Teena Rani)
Sole Proprietor
Membership No. 40050
COP No. 21768
UDIN: A040050C000508971