



BALRAMPUR CHINI MILLS LIMITED

CIN - L15421WB1975PLC030118
Reg. Off. : FMC Fortuna, 2nd Floor, 234/3A, A. J. C. Bose Road, Kolkata - 700 020
P : 033 2287 4749
F : 033 2283 4487
E : bcml@bcml.in
W : www.chini.com

26th October, 2021

National Stock Exchange of India Limited Listing Deptt., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400051	BSE Limited The Corporate Relationship Department 1st Floor, New Trading Wing, Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai- 400001
Scrip Code: BALRAMCHIN	Scrip Code: 500038

Dear Sir/ Madam,

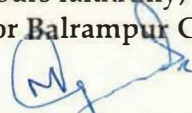
Sub: Extinguishment of equity shares in connection with the Buyback of equity shares and Reconciliation of the Share Capital

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 1,048,759 (Ten Lacs Forty Eight Thousand Seven Hundred and Fifty Nine) fully paid up equity shares of Re. 1/- each. We enclose a copy of the certificate signed by KFin Technologies Private 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,

Yours faithfully,
For Balrampur Chini Mills Limited


Manoj Agarwal
Company Secretary & Compliance Officer

 Encl: As above

**The Board of Directors,
Balrampur Chini Mills Limited
FMC Fortuna, 2nd Floor,
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 "FMC Fortuna", 2nd floor, 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 August 02, 2021 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) and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 (as amended) (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 and the Registrar. The Statement has been authenticated by us for identification.
- 3) The accompanying statement made by the Company pursuant to the Public Announcement dated August 10, 2021 and published on August 11, 2021 ("the Public Announcement"), has been prepared by the management. We have initialled the same for identification purposes only.
- 4) The Company has bought back 59,60,000 Equity Shares of Re 1 each (including 49,11,241 Equity Shares of Re 1 each bought back up to September 30, 2021) from the Open Market up to October 21, 2021. 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 National Securities Depository Limited ("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, through NSDL, has extinguished and/or cancelled, the equity shares bought back as per the details given in the attached Statement aggregating to 59,60,000 shares (including 39,43,235 shares and 9,68,006 shares extinguished/cancelled on October 06, 2021 and September 06, 2021 respectively) in dematerialised form and thereby the said Statement as complied 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

Boman R Parakh

BOMAN R PARAKH
PARTNER
MEMBERSHIP NO.: 053400
UDIN: 21053400AAAADU5307

Place: Kolkata
Date: October 26, 2021

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

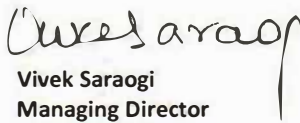
Pursuant to the approval of the Board of Directors of BALRAMPUR CHINI MILLS LIMITED (the "Company") on 9th August, 2021 and Public Announcement dated 10th August, 2021 published on 11th August, 2021 for the Buy-Back of Equity Shares from the Open Market through Stock Exchanges, the Company has bought back 59,60,000 (Fifty Nine Lacs and Sixty Thousand) equity shares of Re. 1/- each up to 21st October, 2021. Total 49,11,241 shares bought back till 30th September, 2021 have already been extinguished. The remaining Equity Shares bought back by the Company from 1st October, 2021 to 21st October, 2021 have been extinguished as per the details given below:

EQUITY SHARES IN DEMATERIALISED 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	26th October, 2021	1,048,759

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


Vivek Saraogi
Managing Director
DIN: 00221419

MAMTA Digitally signed
by MAMTA
BINANI
Date: 2021.10.26
16:01:44 +05'30'
Mamta Binani
Independent Director
DIN: 00462925


Manoj Agarwal
Company Secretary and Compliance
Officer

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

For Lodha & Co.

Chartered Accountants

Firm's Registration No.: 301051E


Boman R Parakh
Partner

Membership No. 053400



For KFin Technologies Private Limited

**SINGAMSETTI
VENKATA RAJU**

S. V. Raju
Deputy Vice President

Digitally signed by SINGAMSETTI VENKATA RAJU
DN: c=IN, o=KFIN TECHNOLOGIES PRIVATE
LIMITED, postalCode=500072, st=Telangana,
2.5.4.20=VENKATESH SINGAMSETTI, email=SINGAMSETTI.VENKATA.RAJU@KFINTECH.COM,
cn=SINGAMSETTI VENKATA RAJU
Date: 2021.10.26 14:57:47 +05'30'

Place: Kolkata

Date: 26th October, 2021

Enclosed: Confirmation dated 26th October, 2021 from National Securities Depository Limited (NSDL) for extinguishment of Equity Shares in demat form.

Ref: II/CA/COM/53417/2021

October 26, 2021

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 PRIVATE LIMITED, Equity Shares were credited/debited to the account(s) in the NSDL system, details of which are given below :

ISIN	ISIN Description	D/C	Records	Quantity	Execution Date
INE119A01028	BALRAMPUR CHINI MILLS LIMITED EQ NEW FV I/-	Debit	1	1,048,759.000	26/Oct/2021

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

Yours faithfully,

Rakesh Mehta
Vice President

CERTIFIED TRUE COPY
For Balrampur Chini Mills Ltd.


Company Secretary

Digitally Signed By
Name: RAKESH MAHASUKHLAL MEHTA
Date: 26/10/2021 12:12:44
Reason: Authentication
Location: NSDL, Mumbai



BALRAMPUR CHINI MILLS LIMITED

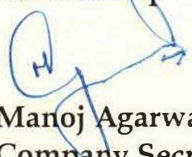
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Details of Capital of the Company, pre and post extinguishment pursuant to the Buyback:

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 (20,50,88,759 Equity Shares of Re. 1 each)	20,50,88,759.00	20,50,88,759.00
3.	Issued, subscribed and paid-up Equity Share capital after extinguishment pursuant to the buy-back (20,40,40,000 Equity Shares of Re. 1 each)	20,40,40,000.00	20,40,40,000.00

Total 1,048,759 (Ten Lacs Forty Eight Thousand Seven Hundred and Fifty Nine) nos. equity shares to be extinguished under the third (3rd) and final tranche of Extinguishment. Also note that all the shares are to be extinguished in Dematerialized mode only.

For Balrampur Chini Mills Limited


Manoj Agarwal
Company Secretary & Compliance Officer