



B. P. CAPITAL LIMITED

CIN NO. : L74899HR1994PLC072042

REGD.OFFICE: Plot no. 345, HSIDC, Footwear Park,

Sector-17, Bahadurgarh, Jhajjar, Haryana-124507

Phone: 01276-222501,02, Fax : 01276-222501

Email : bpcapitallimited@gmail.com, Website : www.bpcapital.in

1. INTRODUCTION

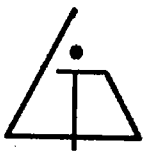
Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018 issued by Securities & Exchange Board of India requires every company and its Registrar and share Transfer Agents, if any, to frame a written policy for maintaining strict control on the usage of preprinted, pre-signed blank stationary including blank share certificate(s), dividend warrant(s)/interest slip(s)/redemption warrants etc. (the preprinted, pre-signed blank stationary)

Accordingly, Board of Directors of B. P. Capital Limited has adopted this Policy in consultation with RTA in its meeting held on 29th May, 2019. The Company and the RTA shall be responsible for maintaining strict control on the usage of the preprinted pre-signed blank stationary in accordance with this Policy.

2. DEFINITIONS

- 2.1 "Authorised Person" shall mean Company Secretary ("CS") or any Director so authorised by the Board, and in the absence of CS, or any person authorised by the Board / SRC of the Company to control, maintain and physically verify the Company's Stationery;
- 2.2 "Board" or "Board of Directors" shall mean the Board of Directors of the Company as may be re-constituted from time to time;
- 2.3 "Company's Stationery" shall mean blank securities certificates, dividend / interest / redemption / warrants of the Company and such other stationery as may be notified by the Board / SRC;
- 2.4 "Maintenance or Maintain" means process of preserving and keeping information / documents either physically or in electronic form including but not limited to safe custody as to fire, theft, torn out, worn out or any form of destruction;
- 2.5 "RTA" means Registrar & Transfer Agent appointed by the Company;
- 2.6 "Securities" shall include 'equity share' and 'convertible securities' and such other securities as are defined under SEBI Act, 1992, the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and any other Act as applicable to the Company.
- 2.7 "SRC" means Stakeholder Relationship Committee of the Board of the Company as may be re-constituted from time to time;
- 2.8 "SEBI" means Securities & Exchange Board of India.





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All words and expressions used but not defined in these regulations, but defined in the SEBI Act, 1992, the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and/or the rules, regulations, circular, guidelines made thereunder shall have the same meaning as respectively assigned to them in such Acts or rules or regulations or any statutory modification or re-enactment thereto, as the case may be.

3. SAFE CUSTODY OF THE COMPANY'S STATIONERY

3.1 The Company's Stationery shall be kept in the safe custody of the RTA.

3.2 RTA shall keep safe custody of the Company's Stationery (unissued and/or issued and valid, as applicable). RTA shall keep safe custody of the issued dividend / interest / redemption / warrants till date of its expiry (3 months from date of issue). Once the validity is over, RTA shall, upon giving prior intimation to the Company, destroy the said dividend /interest / redemption/ warrants in the presence of their auditors under supervision of Departmental Head.

4. MAINTENANCE OF REGISTER

4.1 Preprinted Pre-signed blank stationary shall be printed only on the authority of the Board.

4.2 Blank Pre-printed Pre-signed stationery shall be handed over to RTA with duly signed forwarding letter, which must include serial number of stationery being forwarded to RTA.

4.3 The Company shall maintain the proper records of the Pre-printed Pre-signed blank stationary lying with it.

4.4 RTA shall maintain stock of Company's Stationery and reconcile the same periodically but at least quarterly. RTA shall also maintain register of Stationery and reconciliation thereof with specific details of - quantitative details, location, name of the person who physically verified, date of receipt of stationery.

4.5 RTA shall also prepare securities certificates register with details of certificates issued/re-issued in respective folios, securities certificates printing register / records containing, inter alia, details such as Date of Printing / issue, Folio No., Name in which printed, Certificate No., Distinctive Nos., Old Certificate No. (in case of reprinting), reason of printing etc.

4.6 Pursuant to Clause 15 of Annexure II of SEBI Circular, RTA shall prepare quarterly register containing details of records and documents destroyed, as per SEBI Circular





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and / or para 3.2 of this policy, by it. The register shall inter alia contain the following particulars: description of the records and documents destroyed, name of authority authorizing the destruction, date of authorization of destruction, destroyed in whose presence (with signature) and date of destruction.

The authenticity of the register shall be verified during internal audit as prescribed under SEBI Circular. This register shall be maintained till perpetuity.

- 4.7 RTA shall send the above register(s) / reconciliation report(s), on quarterly basis to the Company.
- 4.8 The Company and the RTA shall physically verify Preprinted Pre-signed blank stationary lying with them on quarterly basis and prepare a reconciliation report of the same containing the reasons for deviation, if any.
- 4.9 The abovementioned report prepared by the RTA shall be forwarded to the Company Secretary & Compliance Officer / Board of the Company
- 4.10 Deviation(s) observed in the report of RTA shall be analyzed by the Company Secretary & Compliance Officer / Board and reported to the Board of the Company in case of suspicion or fraud or shortfall.
- 4.11 The abovementioned report shall be maintained by the Company Secretary & Compliance Officer / Board and RTA in their records.

5. AMENDMENT IN THE POLICY

Board may amend this Policy from time to time to incorporate any subsequent amendment(s)/modification(s) brought in force by SEBI and / or as per suggestion of RTA / Board / Company Secretary & Compliance Officer, with respect to matters covered under this Policy or otherwise

For B. P. Capital Limited

Ramesh Kumar Gupta

Ramesh Kumar Gupta
(Managing Director)
(DIN: 00047724)

