

May 30, 2025

The Corporate Relationship Department BSE Limited (BSE) Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001

Scrip Code - 542057

Dear Sir/Ma'am,

Sub: Intimation pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 24A of SEBI · (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find attached Annual Secretarial Compliance Report of BCPL Railway Infrastructure Limited for the financial year ended March 31, 2025.

This is for your information and records.

Yours faithfully, For BCPL Railway Infrastructure Limited

DEVSHR Digitally signed by DEVSHREE SINHA Date: 2025.05.30 18:26:05 +05'30'

Devshree Sinha Company Secretary



Secretarial Compliance Report of BCPL Railway Infrastructure Limited for the year ended as on 31st March, 2025.

To

The Board of Directors BCPL Railway Infrastructure Limited

(CIN: L51109WB1995PLC075801) 13B BIDHAN SARANI, 4TH FLOOR, Bidhan Sarani, Kolkata, Kolkata, West Bengal, India, 700006

Subject: Secretarial Compliance Report for the Financial Year 2024-25.

Dear Sir/Madam,

I have been engaged by *M/s BCPL Railway Infrastructure Limited* (hereinafter referred to as "the Company") bearing *CIN- L51109WB1995PLC075801* whose equity shares are listed on BSE Limited to conduct an audit in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 including any necessary amendments thereof for the time being in force and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI regulations and circulars/guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report for the financial year 2024-25 is enclosed.

TWINKLE PANDEY Digitally signed by

Twinkle Pandey

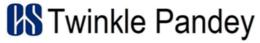
(Company Secretary in Practice)

ACS No.: 49208 C.P. No: 22187 Place: Durgapur Date: 29.05.2025

UDIN: A049208G000481310

Peer Review Certificate No. 2088/2022

Registered office: 9/35, A-ZONE, HOSTEL AVENUE, NEAR ZOOM INTERNATIONAL SCHOOL, DURGAPUR – 713204; EMAIL ID: twinklepandeyassociates@gmail.com; Contact: 9073960964



Secretarial Compliance Report of "BCPL Railway Infrastructure Limited" for the year ended 31st March, 2025.

We have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. BCPL Railway Infrastructure 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 on 31st March, 2025 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");

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
 (Not applicable to the company during the review period)
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the company during the review period)
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,
 2015:
- Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;
- The Securities and Exchange Board of India (Buyback of Securities) Regulations,
 2018; (Not applicable to the company during the review period)
- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review period)



(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder –

Sr.	Compliance	Regulation/	Deviations	Action	Type of	Details of	Fine	Observations	Manage	Remarks
No.	Require	Circular		Taken	Action	Violation	Amount	/	ment	
	ment	No.		by	(Advisory/			Remarks of	Response	
	(Regulati				Clarificatio			the		
	ons/				n/ Fine			Practicing		
	circulars/				/Show			Company		
	guideline				Cause			Secretary		
	s				Notice/					
	including				Warning,					
	specific				etc.)					
	clause)									

There are no such instances during the financial year 2024-25.

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

Sr.	Observations/	Observations	Compliance	Details of	Remedial	Comments
No.	Remarks of	made in the	Requirement	violation /	actions,	of the PCS
	the Practicing	secretarial	(Regulations/circulars/	deviations and	if any,	on the
	Company	compliance	guidelines including	actions taken /	taken by	actions
	Secretary in	report for the	specific clause)	penalty	the listed	taken by
	the previous	year ended		imposed, if any,	entity	the listed
	reports	(the years are		on the listed		entity
		to be		entity		
		mentioned)		,		
		memoried;				
There were no pending Compliances with respect to Observations enlisted in the previous Penort						

There were no pending Compliances with respect to Observations enlisted in the previous Report.



and based on the above examination, and considering the relaxations granted by Ministry of Corporate Affairs and Securities and Exchange Board of India, I hereby report that, during the review period:

Sr. 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 up dation of the Policies: All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities; All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated on time, as per the regulations /circulars / guidelines issued by SEBI;	Yes	NIL
3	Maintenance and disclosures on Website: The Listed entity is maintaining a functional website; Timely dissemination of the documents / information under a separate section on the website; Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website;	Yes	NIL
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	NIL



5	Details related to Subsidiaries of listed entities have been examined w.r.t:-		
	(a) Identification of material subsidiary companies;(b) disclosure requirements of material as well as other subsidiaries	Yes	NIL NIL
6	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
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	NIL
8	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions	Yes	NIL
	(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	N.A.	NIL
9	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

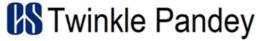


10	Prohibition of Insider Trading: The listed entity is in Compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	NIL
11	Actions taken by SEBI or Stock Exchange(s), if any: No Actions has been taken against the listed entity/ its promoters/ directors/ subsidiaries 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.	Yes	NIL
12	Resignation of Statutory Auditors from the listed entity or its material Subsidiaries: The requisite disclosure has been filed with the Stock Exchange(s) within the prescribed timelines and is also available on the Company's website.	Yes	NIL
13	Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	Yes	NIL

We further report that the listed entity is in compliance with the disclosure requirements of Employee Benefits Scheme Documents in terms of regulations 46(2) (ZA) of the LODR Regulations – **Not Applicable.**

Assumptions & Limitation of Scope and Review:

- 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 account of the listed entity.
- 4. This report is solely for the intended purpose of compliance in terms of regulation 24A (2) Of the SEBI (LODR) 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.
- 5. It is the responsibility of the Company's management to maintain records and establish appropriate systems for ensuring compliance with applicable SEBI Regulations, circulars, and guidelines issued from time to time and to ensure the adequacy and operational effectiveness of such systems.
- The audit was conducted in accordance with the Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India (ICSI), involving such examinations and verifications as deemed necessary and adequate for the purpose.

TWINKLE Digitally signed by TWINKLE PANDEY PANDEY

Twinkle Pandey (Company Secretary in Practice) ACS No.: 49208

C.P. No: 22187 Place: Durgapur Date: 29.05.2025

UDIN: A049208G000481310

Peer Review Certificate No. 2088/2022