



बामर लॉरी इन्वेस्टमेंट्स लिमिटेड

(भारत सरकार का एक उद्यम)

Balmer Lawrie Investments Ltd.

(A Government of India Enterprise)

पंजीकृत कार्यालय :
21, नेताजी सुभाष रोड
कोलकाता - 700 001
फोन : (91) (033) 2222 5227
Regd. Office :
21, Netaji Subhas Road
Kolkata - 700 001
Phone : (91)(033) 2222 5227
CIN : L65999WB2001GOI093759

Ref: BLIL/SE/FINE/2025

Date: 30th August, 2025

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400001

Scrip Code: **532485**

Dear Sir/Madam,

Subject: **Disclosure under Regulation 30 read with Point 20 (b) of Para A of Part A of Schedule III of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (“Listing Regulations”) – Fines imposed by BSE Limited on the Company for the quarter ended on 30th June, 2025**

In terms of Regulation 30 read with Point 20 (b) of Para A of Part A of Schedule III of the Listing Regulations read with SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 as amended by SEBI Circular bearing reference no. - SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024 and SEBI Circular bearing reference no. - SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/25 dated 25th February, 2025 on the subject, 'Industry Standards on Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015', this is to hereby inform that fines as enumerated hereunder have been imposed on the Company:

- i. Name of the authority: BSE Limited
- ii. Nature and details of the action(s) taken or order(s) passed: A total fine of Rs.11,92,980/- (Rupees Eleven Lakhs Ninety Two Thousand Nine Hundred and Eighty Only) (inclusive of GST) imposed on the Company by BSE Limited vide e-mail dated 29th August, 2025 for non-compliance of Regulations 17(1), 17(2A), 18(1), 19(1)/19(2) and 20(2A) of Listing Regulations for quarter ended on 30th June, 2025.
- iii. Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority: 29th August, 2025
- iv. Details of the violation(s)/contravention(s) committed or alleged to be committed: The said fines were imposed since, during the quarter ended on 30th June, 2025, the Board of Directors of the Company:

- a. Comprised of less than 6 (Six) Directors.
- b. Did not have Independent Director(s) and Woman Director.
- c. Consequent to the above:
 - Composition of the Board of Directors could not be complied with Regulation 17(1) of the Listing Regulations.
 - The quorum of Board Meeting during the quarter could not be complied with Regulation 17(2A) of the Listing Regulations.
 - The composition of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee could not be in compliance of Regulation 18(1), Regulation 19(1)/19(2) and Regulation 20(2A) of the Listing Regulations, respectively during the quarter under review.
- v. Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible: No immediate impact is expected except a contingent liability of Rs.11,92,980/- (Rupees Eleven Lakhs Ninety Two Thousand Nine Hundred and Eighty Only) may be created against imposition of the said fine.

In this regard, it would also be pertinent to mention that the Company is a Central Public Sector Enterprise under the administrative control of the Ministry of Petroleum & Natural Gas ('Administrative Ministry') and the Article 96B(1) of the Articles of Association of the Company states that so long as the Company remains a Government Company, the President of India shall, subject to provisions of the Companies Act, be entitled to appoint one or more Directors on the Board of the Company which includes Independent Director(s)/Woman Director/Government Nominee Directors(s) to hold office for such period and upon such terms and conditions as the President of India may from time to time decide. Hence, the composition of the Board of Directors is dependent upon the direction of the Administrative Ministry and thus, the aforementioned non-compliances are for factors beyond the control of the Company and accordingly, the Company has made representation to BSE Limited for waiver of the said fines.

For Balmer Lawrie Investments Limited

Abhishek Lahoti
Company Secretary and Compliance Officer