

Ref. No.P-66/2025-26/12  
May 27, 2025

The Relationship Manager,  
Department of Corporate Relations  
BSE Limited,  
P.J. Towers, Dalal Street  
Fort, MUMBAI – 400 001

Dear Sir,

**Subject: Submission of Annual Secretarial Compliance Report for the Year Ended March 31, 2025**

**Ref: Regulation 24A of the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')**

Pursuant to the Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report of M/s 3B BlackBio Dx Limited (Formerly, Kilpest India Limited) dated May 26, 2025 issued by CS Praveen Kumar Rai, Proprietor of P.K. Rai & Associates, Practicing Company Secretary, for the year ended March 31, 2025.

This is for your information and records please.

Thanking You,  
For 3B BlackBio Dx Limited (Formerly, Kilpest India Limited)

**NIKHILKUBER  
DUBEY**

Digitally signed by  
NIKHILKUBER DUBEY  
Date: 2025.05.27 17:05:12  
+05'30'

Nikhil Kuber Dubey  
Whole Time Director  
DIN: 00538049

Encl: As above



PK RAI  
M.Com, LLB, PCS, IP

# P.K. RAI & ASSOCIATES

## PRACTISING COMPANY SECRETARIES

Ref.: .....

Date : .....

**Secretarial Compliance Report of 3B BlackBioDx Limited (Formerly, Kilpest India Limited) for the financial year ended March 31, 2025**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Board of Directors  
**3B BLACK BIO DX LIMITED**  
**(Formerly, Kilpest India Limited)**  
7-C, Industrial Area,  
Govindpura,  
Bhopal- 462023

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **3B Black Bio Dx Limited** (hereinafter referred as '**the listed entity/Company**'), having its Registered Office 7-C, Industrial Area, Govindpura, Bhopal-462023. Secretarial Review was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also that the listed entity has Proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

- I, CS Praveen Kumar Raj, Proprietor of P.K. Rai & Associates, Practising Company Secretary have examined:
- all the documents and records made available to me and explanations and representations provided by **3B BlackBioDx Limited**, ("the Listed Entity"/"Company"),
  - the filings/ submissions made by the listed entity to the stock exchanges,
  - Website of the listed entity,
  - any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31 March, 2025 ("Review Period") in respect of compliance with the applicable provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; 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 (including amendments, modifications from time to time), whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and the amendments from time to time;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 the amendments from time to time;  
(Not applicable to the company during the review period);
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the company during the review period);
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021(Not applicable to the company during the review period)
- (f) 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);
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India,

I hereby report that, during the Review Period:

a) The listed entity has generally complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisory / Clarification/ Fine /Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks



1	SEBI (LODR) 2015	Reg. 17 (1A)	The appointment or continuation of Non-executive director who has attained the age of seventy-five years without taking prior approval of Shareholders via passing Special Resolution as per Regulation 17(1A) of SEBI (LODR), 2015	BS E Limited ("BSE")	Fine	Smt. Mithla Dubey was continuing on the Board of Directors as Non-Executive Director who has attained the age of seventy-five years without the prior approval of Shareholders via Special Resolution as per Regulation 17(1A) of SEBI (LODR), 2015.	BSE vide its e-mail dt 21-08-2024 imposed a fine of Rs 2,14,760 (including GST) for violation of Reg. 17 (1A) for quarter ended June 30,2024	Smt. MithlaDubey was re-appointed by passing a special resolution under Companies Act, 2013 for a period of 5 years w.e.f. 27-03-2020 to 26-03-2025. In the FY 19-20, Corporate Governance provisions, Regulation 27(2) of the SEBI (LODR) Regulations, 2015, read with the Regulation 15(2) of Chapter IV of SEBI (LODR) Regulations, 2015 were not applicable to the company as the paid up share capital and net worth had not increased to cross the limit prescribed under Regulation 15 of SEBI (LODR) Regulations, 2015. The same can be confirmed by the certificate of non-applicability/non-submission	Smt. MithlaDubey was re-appointed by passing a special resolution under Companies Act, 2013 for a period of 5 years w.e.f. 27-03-2020 to 26-03-2025. In the FY 19-20, Corporate Governance provisions, Regulation 27(2) of the SEBI (LODR) Regulations, 2015, read with the Regulation 15(2) of Chapter IV of SEBI (LODR) Regulations, 2015 were not applicable to the company as the paid up share capital and net worth had not increased to cross the limit prescribed under Regulation 15 of SEBI (LODR) Regulations, 2015. The same can be confirmed by the	Full Waiver Request for the Penalty Imposed for Rs. 2,14,760/- was filed on 05-09-2024. Its Approval letter is yet to come.
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							<p>of corporate governance report for the quarter ended March 31, 2020 submitted on BSE listing portal</p> <p>Overlooking this non-applicability special resolution was still passed.</p> <p>Now, these corporate governance provisions have become applicable to the company as the net worth of the company exceeds rupees twenty five crore, as on the last day of the previous financial year dt 31-03-2024.</p> <p>In the AGM dated September 24, 2024 for the FY 2023-24, Smt. MithlaDubey's was re-appointed by passing special resolution under Reg 17(1A) of SEBI LODR Regulations 2015.</p>	<p>certificate of non-applicability /non-submission of corporate governance report for the quarter ended March 31, 2020 submitted on BSE listing portal</p> <p>Overlooking this non-applicability special resolution was still passed.</p> <p>Now, these corporate governance provisions have become applicable to the company as the net worth of the company exceeds rupees twenty five crore, as on the last day of the previous financial year dt 31-03-2024.</p> <p>In the AGM dated September 24, 2024 for the FY 2023-24, Smt. MithlaDubey's was re-appointed</p>	
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									by passing special resolution under Reg 17(1A) of SEBI LODR Regulations 2015.	
2	SEBI (LODR) 2015	Reg. 19(1)/19(2)	Non-compliance with the constitution of nomination and remuneration committee	BS E Limited ("BSE")	Fine	As per Regulation 19(1) of SEBI LODR Regulations, 2015, the company did not had 3 members, neither all directors were non-executive directors nor 2/3 <sup>rd</sup> of it were independent directors in the Nomination and Remuneration Committee for the whole quarter	BSE vide its e-mail dt 21-11-2024 imposed a fine of Rs 2,00,600 (including GST) for violation of Reg. 19(1)/(2) for quarter ended September 30, 2024.	Regulation 19 (1)/19(2) is fully complied for the quarter ended September 30, 2024. Mr. Shabbar Hussain (DIN: 02423696), had completed two (2) consecutive terms of five (5) years each of being associated with the Company in the capacity of Independent Director of the Company, and retired from the office of Independent Director with effect from the closure of 29th day of September, 2024 on account of completion of his tenure.	Mr. Shabbar Hussain (DIN: 02423696), had completed two (2) consecutive terms of five (5) years each of being associated with the Company in the capacity of Independent Director of the Company, and retired from the office of Independent Director with effect from the closure of 29th day of September, 2024 on account of completion of his tenure. Consequent to the completion of the tenure, he ceased to	Full Waiver Request for the Penalty Imposed for Rs. 2,00,600/- was filed on 06-12-2024. Its Approval letter is yet to come.



					<p>r and as per Regulation 19(2) of SEBI LODP. Regulations, 2015, the chairman of the committee was not an independent Director for the whole quarter 3B BlackBiodX Ltd</p>	<p>Consequent to the completion of the tenure, he ceased to be a member of the respective Committees of the Board.</p> <p>Therefore, all the committees of the Board were reconstituted w.e.f 30-09-2024 and the same was reconstituted w.e.f 30-09-2024 and the same was intimated to BSE Ltd by Company's Letter Ref. No.P-66/2024-25/53 dated September 28, 2024</p>	<p>be a member of the respective Committees of the Board.</p> <p>Therefore, all the committees of the Board were reconstituted w.e.f 30-09-2024 and the same was intimated to BSE Ltd by Company's Letter Ref. No.P-66/2024-25/53 dated September 28, 2024.</p> <p>Therefore, Regulation 19(1)/19(2) is fully complied for the quarter ended september 30, 2024.</p>	
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b) The listed entity has taken the following actions to comply with the observations made in previous reports:



Sr. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisory / Clarification/ Fine /Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
<b>NOT APPLICABLE</b>										

C ) We hereby report that , during the review period the compliance status of the listed entity with the following requirements:

Sr. No	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS
1.	<u>Secretarial Standards</u> 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	NONE
2.	<u>Adoption and timely updation of the Policies:</u> • 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 has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI	YES	NONE
3.	<u>Maintenance and disclosures on Website:</u> • 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 redirects to the relevant document(s)/ section of the website	YES	NONE
4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of	YES	NONE



	Companies Act, 2013		
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies; (b) Requirements with respect to disclosure of material as well as other subsidiaries	YES YES	The company has a UK subsidiary, namely, TRUPCR Europe Limited.
6.	<u>Preservation of Documents:</u> 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	NONE
7.	<u>Performance Evaluation:</u> The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/ during the financial year as prescribed in SEBI Regulations	YES	NONE
8.	<u>Related Party Transactions:</u> (a) The Listed Entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the Listed Entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee	YES	NONE
9.	<u>Disclosure of events or information:</u> 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	NONE
10.	<u>Prohibition of Insider Trading:</u> The Listed Entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	NONE
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions, 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 with respect to the listed entity.	YES	Except as mentioned in point (a) above
12.	<u>Resignation of statutory auditors from the listed entity or its material</u>	NA	NONE



	<u>subsidiaries:</u> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiary(ies) has/ have complied with paragraph 6.1 and 6.2 of Section V-D of Chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entity.		
13.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc	YES	No additional noncompliance Has been observed for any of the SEBI regulation/ circular/ guidance note, etc. except as reported in para (a) above.

d) The listed entity has complied with the requirement of Structured Digital Database(SDD) pursuant to provisions of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015.

**Assumptions & limitation of scope and review:**

1. 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 (Listing Obligations and Disclosure Requirements) 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.

For P.K.Rai & Associates  
 Practicing Company Secretary

CS PRAVEEN KUMAR RAI

Proprietor

M.No:6313

C.P.No:3779

UDIN: F0063136000440263.

PR No.:3474/2023

Date: 26/05/2025

Place: Bhopal