

MEDI-CAPS LIMITED

Regd. Office and works:

Mhow - Neemuch Road, Sector 1, CIN: L70100MP1983PLC002231
Pithampur - 454775, Dist. Dhar
Madhya Pradesh, India

Ph:- 07292-256205

Fax:- 0731-4041435

E mail:- investors@medicaps.com

Web site:- www.medicaps.com

MCL/SE/ASCR/2022-2023

Date: 27th May, 2022

Online filing at: www.listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Limited
Rotunda Building,
P.J. Tower, Dalal Street, Fort
MUMBAI - 400001

BSE Code: 523144 ISIN: INE442D01010

Sub: Submission of the Annual Secretarial Compliance Report for the year ended 31st March, 2022.

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (LODR) Regulations read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2022 issued by M/s. L N Joshi & Company, Practicing Company Secretaries.

You are requested to please take on record the above said document for your reference & further needful.

Thanking you,
Yours faithfully,

For, MEDI-CAPS LIMITED



**ABHISHEK JAIN
COMPANY SECRETARY &
COMPLIANCE OFFICER
M.N. A36699**



Encl- a/a



L N JOSHI & CO.

PRACTISING COMPANY SECRETARY

122, Krishna Business Centre, 11, P.U. 4, Next to Medanta Hospital,
Rasoma Square, Indore - 452010 (M.P.) | Ph.: (0731) 4266708, 4959087

L N Joshi

M. Com., LL.B. (Hons), FCS
Insolvency Professional

Cell

+91 94250 60308

E-mail

lnjoshics@gmail.com

To,
The Board of Directors,
MEDICAPS LIMITED
CIN: L70100MP1983PLC002231
Registered Office:
Mhow - Neemuch Road Sector-1 Pithampur
Dhar (M.P.) 454775

Sub: Annual Secretarial Compliance Report for the Financial Year 2021-22 under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

I have been engaged by **MEDICAPS LIMITED** (hereinafter referred to as the 'Company') [CIN: L70100MP1983PLC002231] whose equity shares are listed on BSE Limited, to conduct an audit in terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 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 the provisions of all the 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.

My 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.

My 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.

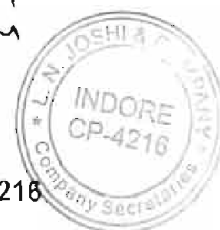
Annual Secretarial Compliance Report duly signed by me is enclosed.

Place: Indore
Date: 25th May, 2022

For L.N. Joshi & Company
Company Secretaries

L.N. Joshi
Proprietor

FCS: 5201, C P No: 4216





L N JOSHI & CO.

PRACTISING COMPANY SECRETARY

122, Krishna Business Centre, 11, P.U. 4, Next to Medanta Hospital,
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L N Joshi

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ANNUAL SECRETARIAL COMPLIANCE REPORT OF MEDICAPS LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2022

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, L.N. Joshi, proprietor of M/s L N Joshi and Co., Practicing Company Secretaries have examined:

- all the documents and records made available to me and explanation provided by **MEDICAPS LIMITED** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchange(s),
- website of the listed entity, i.e. www.medicaps.com
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March, 2022 (Review period) 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 there under; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued there under, have been examined, include -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[Not Applicable as there was no reportable event during the financial year under review]**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

L.N. Joshi



- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, **[Not Applicable as there was no reportable event during the financial year under review]**;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **[Not Applicable as there was no reportable event during the financial year under review]**;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not Applicable as there was no reportable event during the financial year under review]**
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, **[Not Applicable as there was no reportable event during the financial year under review]**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued there under and based on the above examination, I hereby report that, during the Review Period:

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

Sr. No	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Pursuant to the Regulation 31 of SEBI (SAST) Regulations, 2011 promoter of every target company shall disclose details of shares encumbered by him or by persons acting in concert with him within seven working days from the creation or invocation or release of encumbrance, as the case may be to every stock exchange where the shares of the target company are listed and the target company at its registered office.	Intimation of creation of Pledge of 4584 equity shares by one of the Promoter Mrs. Kusum Mittal was not made within seven working days to stock exchange and the Company.	Mrs. Kusum Mittal promoter of the Company informed to the Stock Exchange and Company that disclosure has been delayed due to shares directly pledged on account of shortage of fund with stock broker. The Promoter came to know about pledge of shares through DP. However Mrs. Kusum Mittal has filed the disclosure with exchange and target company as on 08-04-2022.



- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No	Action taken by	Details of Violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any
Nil				

- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

S. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Mrs. Nirmala Anantram Mittal, one of the promoter of the company have sold 2076 equity shares on 04.11.2020 & 06.11.2020 respectively without having trading plan while the trading window of the Company was Closed.	For the year ended 31 st March, 2021	The Audit Committee is empowered to take action against the designated person for violation SEBI (PIT) Regulations, 2015. An opportunity of being heard was provided to Mrs. Nirmala Anantram Mittal. The Audit Committee in the meeting held on 05.02.2021 decided to impose penalty of Rs. 10,000 (Rupees Ten Thousand) and has been directed to Mrs. Nirmala Anantram Mittal to transfer the imposed penalty of Rs 10,000/- to SEBI-IPEF Account. A Warning letter has also been issued to the Promoter, Mrs. Nirmala Anantram Mittal, that	Pursuant to SEBI circular No. EBI/HO/ISD/ISD /CIR/P/2019/82 dated July 19, 2019 the Compliance officer has informed to the Audit Committee and Issued a show cause notice to Mrs. Nirmala Anantram Mittal (Promoter Group member) and imposed penalty of Rs. 10000/- which has been deposited by her to SEBI-IPEF Account and Company has submitted the

		she would not engage in any kind of dealings in the Equity Shares of the Company in violation of the Company's Code of Conduct and SEBI (Prohibition of Insider Trading) Regulations, 2015. She has been further advised that in case of any subsequent violation stricter action(s) would be taken by the Company.	report for the same to the exchange. Further an undertaking obtained from Mrs Nirmala Anantram Mittal regarding no such act will be committed in future.
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There was no event of appointment/re-appointment/resignation of Statutory Auditor of the listed entity and its material subsidiary during the year under review. Further, in terms of SEBI circular no. CIR/CFD/CMD1/114/2019 dated October 18, 2019, the listed entity and its material subsidiary have suitably modified the terms of appointment of the auditor to give effect to clause 6(A) and 6(B) of the circular in respect of appointment of Auditor, to the extent applicable.

Place: Indore
Date: 25th May, 2022

For L.N. Joshi & Company
Company Secretaries



L.N. Joshi
Proprietor



FCS: 5201, C P No: 4216
UDIN: F005201D000348621
Peer Review No. 1722/2022