

MC 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/2021-2022

Date: 25/06/2021

Online filing at: www.listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Ltd.
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 31.03.2021 under regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

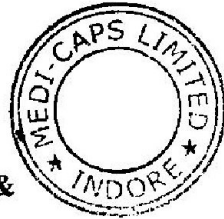
Pursuant to Regulation 24A of the SEBI (LODR) Regulations read with the SEBI Circular No. CIR/CFD/CMD1/127/2019 dated 8th February, 2019, we hereby submit the Annual Secretarial Compliance Report for the year ended 31.03.2021.

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

Thanking you,
Yours faithfully,

For, **MEDI-CAPS LTD.**


AYUSHI SILOT
COMPANY SECRETARY &
COMPLIANCE OFFICER



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 2020-21 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.

Due to the pandemic caused by COVID-19 and prevailing lockdowns/ restrictions on movement of people imposed by the Government, for the purpose of issuing this report, I have conducted our audit remotely based on the records and information made available to me by the Company electronically.

Annual Secretarial Compliance Report duly signed by me is enclosed.

Place: Indore
Date: 22nd June, 2021

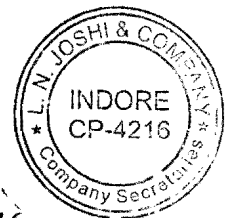
For L.N. Joshi & Company
Company Secretaries


L.N. Joshi

Proprietor

FCS: 5201, C P No: 4216

UDIN :F005201C000496879





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

SECRETARIAL COMPLIANCE REPORT OF

MEDICAPS LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2021

[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., Practising Company Secretaries have examined:

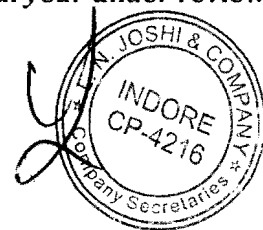
- all the documents and records made available to me and explanation provided by **MEDICAPS LIMITED** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchange(s),
- website of the listed entity, i.e www.medicaps.com
- any other document/ filing, as may be relevant,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

For the year ended 31st March, 2021 (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;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- 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];**



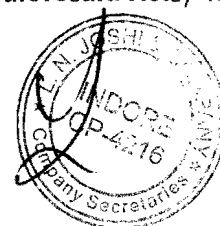
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **[Not Applicable as there was no reportable event during the financial year under review];**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not Applicable 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; **[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.	Para 4 of Schedule B of SEBI (PIT) Regulations, 2015 related to trading of shares by designated person when Trading Window was Closed and further as per Regulation 5 of SEBI (PIT) Regulation, 2015 the designated person who intends to acquire/dispose shares of the company are required to submit Trading Plan to the Compliance Officer of the Company.	Sale of 2076 equity shares by one of the Promoter when Trading Window was closed for the purpose of finalization of quarterly result for period ended 30.09.2020. Further there was no trading plan was submitted by promoter for such transactions during closure of trading window period.	Mrs. Nirmala Anantram Mittal, one of the promoter of 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. Further, the Compliance officer has informed to the Audit Committee and issued a show cause notice to concern person.

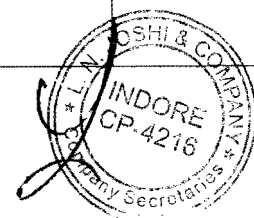
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors 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. Kusum Mittal, a Director and Promoter of company has acquired 200 equity shares of Rs. 10/- each on 12.07.2019 when the trading window of the Company was Closed. However the Compliance officer has issued a show cause notice to impose penalty.	For the year ended 31 st March, 2020	The Compliance officer of the Company has informed to the audit committee and also issued Show Cause Notice to the Promoter Director Mrs. Kusum Mittal for violation under SEBI (Prohibition of Insider Trading) 2015. The Audit Committee of the company examined the records and analyzed the same and satisfied itself that there was no malafide intention of Mrs. Kusum Mittal and looking into the small amount of share quantity and no profit was earned by her, she is not convicted for any further actions and no penal actions were initiated. Further 4384 shares were acquired by her only when trading window was opened so trading plan was not required.	The Company has submitted the report to Stock Exchange dated 15.01.2021 for violations under SEBI (Prohibition of Insider Trading) Regulations, 2015 as per SEBI Circular SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020.
2.	Mrs. Kusum Mittal a director and promoter has acquired 4,584 during the year 2019-2020 without complying with the Regulation 5 of SEBI (PIT) Regulation, 2015 relating to submission of the Trading Plans and matters related thereto.	For the year ended 31 st March, 2020		



			Further an undertaking to such affect from Mrs. Kusum Mittal was obtained and she assured to the Audit Committee and the Compliance officer that no such act will be committed in future.	
--	--	--	---	--

I further certify that the listed entity and its material subsidiaries have complied with requirements of paragraph 6(A) and 6(B) of SEBI Circular CIR/CFD/CMDI/114/2019 dated 18th October, 2019

Note:- Due to COVID-19 Pandemic impact and situation of partial/complete lockdown, the documents for conducting the audit were obtained through electronic mode for verification.

Place: Indore

Date: 22nd June, 2021

**For L.N. Joshi & Company
Company Secretaries**

L.N. Joshi

L.N. Joshi

Proprietor

FCS: 5201, C P No: 4216

UDIN:F005201C000496879

Peer Review No. 506/2017

