



Innovating for  
affordable healthcare

# Shilpa Medicare Limited

Shilpa House # 12-6-214/A1, Hyderabad Road,  
RAICHUR - 584 135. Karnataka, India.

Phone : +91-8532 - 238704, Fax : +91-8532-238876

CIN No. L85110KA1987PLC008739

E-mail : info@vbshilpa.com Website : www.vbshilpa.com

Dated 22<sup>nd</sup> June, 2020

To  
Corporate Relationship Department  
BSE Limited,  
1<sup>st</sup> Floor, Rotunda Building,  
P.J. Towers, Dalal Street,  
**Mumbai – 400 001.**

To  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
**MUMBAI – 400 051.**

Dear Sir,

**Sub:** Annual Secretarial Compliance Report .

**Ref:** Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

**Scrip Code:** BSE- 530549/ **Stock Symbol:** NSE – SHILPAMED

Pursuant to Regulation 24A of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, read with CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report of the Company for the financial year 2019-20 issued by M/s P.S. Rao & Associates, Practicing Company Secretaries.

This is for your information and Records.

For Shilpa Medicare Limited

*V.V.K. Chaitanya*



**V V Krishna Chaitanya**  
Company Secretary and Compliance Officer



**SECRETARIAL COMPLIANCE REPORT**  
**OF**  
**SHILPA MEDICARE LIMITED**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2020**

We, **P.S. Rao & Associates**, Company Secretaries, have examined:

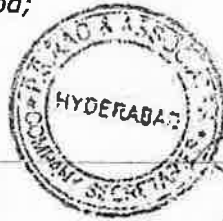
- (a) All the documents and records made available to us and the explanation provided by **Shilpa Medicare Limited**, having its registered office at #12-6-214/A-, Hyderabad Road, Raichur- 584135, Karnataka hereinafter referred to as "**the listed entity**";
- (b) The filings/ submissions made by the listed entity to the stock exchanges;
- (c) Website of the listed entity; and
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31<sup>st</sup> March, 2020** ("01.04.2019 to 31.03.2020"), in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars and guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), the 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 include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018- *Not applicable to the listed entity during the audit period;*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- *Not applicable to the listed entity during the audit period;*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- *Not applicable to the listed entity during the audit period;*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- *Not applicable to the listed entity during the audit period;*
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013- *Not applicable to the listed entity during the audit period;*



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- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Depositories Act, 1996;
- (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and
- (k) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993

and based on the above examination, we hereby report that, during the review period;

- a. The listed entity has complied with the provisions of the above regulations and circulars/ guidelines issued thereunder;
- b. The listed entity has maintained proper records under the provisions of the above regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records;
- c. Except as stated in the following table, there were no actions taken against the listed entity/ its promoters/ directors/ material subsidiaries 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 thereunder:

Sr. No.	Particulars of Non-Compliance	Details of Action taken by the Regulators	Observations/ Remarks of the Practising Company Secretary on the action taken
1	<i>Failure to take adequate steps to ensure expeditious redressal of investor complaints as envisaged under Regulation 13(1) of the SEBI (LODR) Regulations, 2015 for the quarter ended 30.06.2019.</i>	<i>BSE Limited, vide its letter dated 01<sup>st</sup> August, 2019 levied a penalty of Rs. 23,000/- (exclusive of GST) on the Company for the said non-compliance.</i>	<p><i>In reply to BSE's letter, the Company, on 16.08.2019, wrote to NSE and BSE bringing to their notice that the concerned shareholder's complaint was duly replied by the Company's RTA, which filed an Action Taken Report in respect of the same on the SCORES portal on 19<sup>th</sup> July, 2019 stating that the said shares have been transferred in the year 2007 based on the Market Transfer Deed and that the matter is subjudice before CDRF- Vadodara Main.</i></p> <p><i>However, the Company paid the penalty levied on it by BSE on 20<sup>th</sup> August, 2019.</i></p>



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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 31.03.2019	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the action taken by the listed entity
1	NA	Delay in submission of Shareholding Pattern for the quarter ended 31 <sup>st</sup> December, 2018 U/R 31 of the SEBI (LODR) Regulations, 2015 by 1(one) day.	The listed entity wrote to the Stock Exchanges explaining the reasons for the delay and requested them to waive the fine, which was not accepted by the exchanges and hence, the penalty of Rs. 2,360/- was paid to each of the Stock Exchanges.	The Company has implemented a check system on regular basis to comply with the compliances on time.

- e. Since the auditor has already been appointed, the terms of appointment of the auditor have been suitably modified to give effect to clauses 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019.



**P.S. Rao & Associates**  
Company Secretaries

**D. S. Rao**  
Company Secretary

M. No. 12394

C.P. No. 14487

UDIN: A012394B000360071

Place: Hyderabad  
Date : 15.06.2020

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