



INDO US
BIO-TECH LIMITED
(AN ISO CERTIFIED COMPANY)
CIN LO1122GJ2004PLC043550



Date: 21st May, 2024

To,
BSE Ltd.
Phiroze Jeejeebhoy Towers
25th Floor,
Dalal Street - Mumbai – 400001

Company Code 541304

Subject: Annual Secretarial Compliance Report of the Company for the financial year ended on 31st March, 2024 - reg.

Reference: Certificate under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Annual Secretarial Compliance Report for the financial year ended on 31st March, 2024, duly issued by Shri Amrish N. Gandhi, Practising Company Secretary.

Please take the same on record.

Thanking you,

Yours faithfully,

For Indo Us Bio-Tech Limited,

DIMPY
DIVYANGBHAI
JOSHI

Digitally signed by DIMPY
DIVYANGBHAI JOSHI
Date: 2024.05.21 20:33:51
+05'30'

Ms. Dimpy Joshi
Company Secretary & Compliance Officer

Enclosure: As above



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DSIR RECOGNITION IN HOUSE R&D UNIT
Factory Address :
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SECRETARIAL COMPLIANCE REPORT OF INDO US BIO-TECH LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

I have examined:

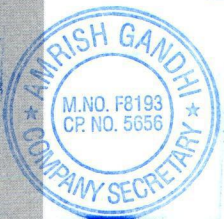
- (a) All the documents and records made available to us and explanation provided by Indo Us Bio-Tech Limited ("the listed entity"),
- (b) The filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) Website of the listed entity,
- (d) Any other document/ filing, as may be relevant, which has been relied upon to make this Report.

For the financial year ended 31st March, 2024 ("Review Period") in respect of compliance with the provisions of:

- a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; 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, 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;
- 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 during the review period;**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not Applicable during the review period;**



Mr. J. J. J. J.



- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- **Not Applicable during the review period;**
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) The provisions of the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- i) Other regulations as applicable and circulars/ guidelines issued thereunder; 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 thereunder, **except** in respect of matters specified below:

S.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/ Warnings, etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	An issuer, announcing a bonus issue after approval by its board of directors and not requiring shareholders' approval for capitalisation of profits or reserves for making the bonus issue, shall implement the bonus issue within fifteen days from the	Reg. 295(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulation s, 2018.	Delay in implementation	BSE	Fine	The Company was required to seek shareholders' approval for capitalization of profits or reserves for making the bonus issue ,the bonus issue was not implemented within two months from the date of the meeting of its board of directors	1,60,000/- along with applicable GST	The Company was in non-compliance of Reg. 295(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.	Due to delay in opening of Suspense Escrow Demat Account of Company, an inadvertent delay occurred in implementation of Bonus issue.	---

M. G. Gandhi

	<p>date of approval of the issue by its board of directors: Provided that where the issuer is required to seek shareholders' approval for capitalisation of profits or reserves for making the bonus issue ,the bonus issue shall be implemented within two months from the date of the meeting of its board of directors wherein the decision to announce the Bonus issue was taken subject to shareholders' approval.</p>					<p>wherein the decision to announce the Bonus issue was taken subject to shareholders' approval.</p>				
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(b) The listed entity was not required to take any action with regard to compliance with the observations made in previous reports as the same was not applicable.

S. 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/ Warnings, etc.	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
---NOT APPLICABLE---										

I/we hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p>	Yes	The listed entity has stated compliance with the applicable Secretarial Standards issued by ICSI. However, Minutes of meetings were not properly maintained.
2.	<p>Adoption and timely Updation of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of Directors of the Listed Entity. 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	No observation



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3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> 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 re-directs to the relevant document(s)/ section of the website. 	Yes	No observation
4.	Disqualification of Director: None of the Directors of the Company are disqualified under Section-164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	No observation
5.	Details related to Subsidiaries of listed entities have been examined w.r.t. : (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	The company does not have any material subsidiary N.A.	No observation
6.	Preservation of Documents: 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	No observation
7.	Performance Evaluation : The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	No observation
8.	Related Party Transactions: (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	The listed entity asserts that it has obtained prior approval from the Audit Committee for all related party transactions.



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			However, the company has not provided any supporting minutes of meetings to verify the approvals. The company should maintain proper records and documentation of the approvals granted by the Audit Committee for related party transactions.
9.	Disclosure of events or information: 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	No observation
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	No observation
11.	Actions taken by SEBI or Stock Exchange(s), if any: No actions has been 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	Yes	Refer table (i). (a) Above on Page No. 2 & 3
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: 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 entities.	N.A.	No change in statutory auditors



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13. Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation / circular / guidance note etc.	Yes	No observation
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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 certify 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 Accounts 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, AMRISH GANDHI & ASSOCIATES

Place: Ahmedabad
Date: 21-05-2024



Amrish Gandhi

CS AMRISH N. GANDHI
FCS-8193 | C.P.NO.5656
ICSI Unique Code I2003GJ391700
Peer Review Cert. No. : 586/2019
UDIN number F008193F000416645