

Mangalam Drugs and Organics Ltd.



Regd. Office : Rupam Building, 3rd Floor, 239 P. D'Mello Road, Near G. P. O. Mumbai - 400 001.

☎ 91-22-22616200 / 6300 / 8787 ☎ 91-22-22619090 • CIN : L24230MH1972PLC116413

REF: MDOL/CS-SE/2021- 22/008

June 04, 2021

To,

Listing Department

BSE Ltd

1st Floor, New Trade Wing,

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort,

Mumbai - 400 001.

Scrip Code: 532637

Listing Department

National Stock Exchange of India Limited

"Exchange Plaza", 5th Floor,

Plot No. C-1, Block G,

Bandra - Kurla Complex,

Bandra(E), Mumbai - 400 051

Symbol: MANGALAM

Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2021

Dear Sir / Madam,

In terms of provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed Annual Secretarial Compliance Report for the Financial Year ended March 31, 2021 issued by Mr. Ankit Sethi - Practicing Company Secretary & Secretarial Auditor of the Company.

We request you to take the same on your records.

Thanking You,

Yours faithfully,

For Mangalam Drugs & Organics Limited

A handwritten signature in blue ink, appearing to read 'Govardhan M. Dhoot', is written over a circular purple stamp. The stamp contains the text 'MANGALAM DRUGS & ORGANICS LTD.' around the perimeter and 'MUMBAI' in the center.

Govardhan M. Dhoot

Chairman & Managing Director

DIN: 01240086

ANKIT SETHI & ASSOCIATES

D-17, Sangli Cooperative Housing Society, Western Express Highway,
Jogeshwari East, Mumbai – 400 060.

Email: sethi.legal@gmail.com; Mob. 8655682736.

SECRETARIAL COMPLIANCE REPORT OF MANGALAM DRUGS AND ORGANICS LIMITED FOR THE YEAR ENDED MARCH 31, 2021

To,
MANGALAM DRUGS AND ORGANICS LIMITED
L24230MH1972PLC116413
3RD FLOOR, 239, RUPAM BUILDING, P. D'MELLO ROAD
MUMBAI – 400 001 IN

We, Ankit Sethi & Associates, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by MANGALAM DRUGS AND ORGANICS 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 certification,

for the year ended on March 31, 2021 (“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; (Not Applicable as there were no instance falling under the said regulation during the audit period under review)
- 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 as there were no instance falling under the said regulation during the audit period under review)
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable as there were no instance falling under the said regulation during the audit period under review)

- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable as there were no instance falling under the said regulation during the audit period 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 were no instance falling under the said regulation during the audit period under review)
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder; and based on the above examination, we hereby report that, during the Review Period:
- i. The listed entity has generally complied with all the material provisions of the above Regulations and circulars/ guidelines issued thereunder;
 - ii. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records;
 - iii. As per the undertaking and declaration given by the Management, no other action has been taken against the Company ~~/ 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 than those stated below: -

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.
1.	Securities and Exchange Board of India (SEBI)	Order dated September 22, 2020 under Section 11(1), 11(4), 11(4A), 11B read with Section 15HA and 15HB of the Securities and Exchange Board of India Act, 1992 (" SEBI Act ") and Rule 4 of SEBI (Procedure for holding inquiry and imposing penalties) Rules, 1995 with reference to the violation of Regulations 77(2) and 77(3) of SEBI ICDR Regulations 2009 r/w Regulation 169(2) of SEBI ICDR Regulations, 2018 and Section 12A(a), (b), (c) of SEBI Act, 1992 read with Regulations 3 (a), (b), (c), (d) & 4 (1) of	In terms of SEBI Order, the Company and the certain entities / individuals part of the promoter and promoter group have been restrained from accessing the securities market through issue of securities or subscription to securities, directly or indirectly, for a period 6 months and certain monetary penalties have been imposed on each of them.	The Company and certain entities / individuals part of the promoter and promoter group has filed an Appeal before the Hon'ble Securities Appellate Tribunal on November 6, 2020 against the order passed by Securities and Exchange Board of India (SEBI) through its whole-time member, Mr. Ananta Barua, dated September 22, 2020 (SEBI Order) and prayed for suitable reliefs and /or stay orders and Hon'ble SAT granted the interim reliefs vide its Order dated December 10, 2020 (SAT Interim Order) by directing that the effect and operation of the order passed by the SEBI shall remain stayed provided the Company and entities / individuals part of the promoter and promoter group (Appellants) deposit a sum of Rs. 25 Lakhs before the SEBI within 4 (four) weeks from the date of SAT Interim Order. The amount so deposited shall be subject to the result of the appeal. The application for stay filed by appellants was accordingly disposed of. Appellants had deposit Rs. 25 Lakhs with SEBI on December

		SEBI (PFUTP) Regulations, 2003.		31, 2020 as per Hon'ble SAT Interim Order.
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iv. The listed entity has taken the following actions to comply with the observations made in previous reports.

Sr. No.	Observations of the practicing Company secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	SEBI for the period 1st March, 2015 to December, 2015	Notice under Rule 4 of the SEBI (Procedure for holding Inquiry and Imposing penalties by adjudicating officer), with reference to following violations: - 1) Regulation 13 (6) of SEBI (PIT) Regulations. 2) Section 21 of SCRA read with clause 35 of listing agreement.	Company had effectively replied and attended the the personal hearing w.r.t show cause notice served to the company vide No. SEBI/HO/A&E/EA D/SR/SJ/2534/1/2018 and has on receipt of the Adjudication order thereafter, the company had paid fine of Rs. 1,50,000/- vide Demand Draft bearing 183249 dated 9th October, 2018 and company has received order dated 28th September, 2018.	The company had received the Adjudication order dated 28 th September, 2018 and has made the payment of fine amounting to Rs. 1,50,000/- vide Demand Draft bearing 183249 dated 9th October, 2018.

FOR ANKIT SETHI & ASSOCIATES



Place: Mumbai
Date: 19.05.2021
UDIN: A025415C000346331

PRACTICING COMPANY SECRETARY
PROPRIETOR
ACS No.: 25415 C. P. No.: 11089