



MULLER AND PHIPPS INDIA LIMITED.

C-204,2ND FLOOR, MADHAVA, BANDRA KURLA COMPLEX,MUMBAI-400 052.

CIN: L63090MH1917PLC007897

June 30, 2021

The Stock Exchange
Corporate Relationship Department,
1st floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

Scrip Code : 501477

Sub: Submission of Annual Secretarial Compliance Report as per Reg 24 A of SEBI LODR, 2015 for financial year ended March 31, 2021.

Dear Sir/ Madam

In terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2021, issued by Mr. Sanjay Soman from M/s Sanjay Soman & Associates, Practising Company Secretaries.

Kindly take the same on record.

Thanking You
For **MULLER AND PHIPPS INDIA LIMITED**

Milan Dalal
Director
Din: 00062453

Annual Secretarial Compliance Report for the year ended on 31st March 2021

As per Reg.24A of SEBI(LODR) 2015

Of Muller and Phipps India Limited- CIN: L63090MH1917PLC007897

We have examined all the documents and records made available to us and explanation provided by Muller And Phipps India Limited, the filings/ submissions made by the company to the stock exchange, website of the company and all other relevant documents we relied upon to make this certification, for the year under review ended on 31st March 2021.

We state that the compliance as per the provisions of the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and 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") which are applicable to this company ; have been examined as below with our appropriate comments:-

(a)Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;-SEBI (LODR) 2015 – *as per table below.*

(b)Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- No actions by the company during year under review hence no comments offered.

(c)Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

-No actions by the company during year under review hence no comments offered

(d)Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

--No actions by the company during year under review hence no comments offered

(e)Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

--No actions by the company during year under review hence no comments offered

(f)Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

-No actions by the company during year under review hence no comments offered



(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

-No actions by the company during year under review hence no comments offered

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- The intimation of trading window in terms of Clause 4(2) has been given to BSE from time to time. The company has considered SEBI Circular n SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 for relaxations due to CoVid 19 Pandemic situation.

and based on the above examination, We hereby report that, during the Review Period, The Company has also complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, on the matters specified below:

Reg 30	Announcements for Board Meetings Newspaper Ads, Outcome of meetings etc	Complied regularly
Reg 40(10)	Certification by PCS half yearly-on Transmission, Transposition or deletion of name/s on share certificates held in physical mode	Complied regularly
Reg 33	Submission and Publication of Quarterly Financial Results	Complied regularly
Reg 74(5)DP	Report on Demated Securities and its reconciliation by PCS and R&T	Complied regularly
Reg 13(3)	Statement on Investor Complaints	Complied regularly
Reg 39(3)	Details of Loss of Certificates	Complied regularly
Reg 30 and 47	Details of Annual General Meetings, Postal Ballot & Outcome of General Meetings	Complied regularly
Reg 34	Submission of Annual Report	Complied regularly



...2

We further state that we have observed that:

1. The Company has been adhering to the requirements of Composition of Board of Directors with balance of Executive Directors, Independent Directors and a woman Director/s as per Reg 15 LODR
2. The Company has formed Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Risk Management Committee
3. The company has been filing the Certificate of PCS for exemption from Report on Corporate Governance as the Net worth and turnover of the company is under the threshold limits prescribed by SEBI - Reg 27.
4. The company 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.
5. The Company has appointed and designated a Compliance officer and Company Secretary, A Whole Time Director, CFO.
6. The company has a web site : <http://mulphico.co.in>, but it is observed that *it had not been updated with required data on it as per provisions of Companies Act 2013 and SEBI LODR Reg 46.*
7. The Company has disclosed the material impact on Profit for the year due to interest liability waived by related party company as per Audit report for FY 2020- 21.
8. The effect of CoVid19 pandemic situation and lockdown has affected the operations and revenue of the company as per Audit report on financial statements for the period under review.
9. Company has been advised to prepare Standard Operating Procedure for required compliance on reporting by designating officers as per BSE Circular: LIST/COMP/54/2019-20 January 20, 2020 applicable for all listed companies,

...3

SANJAY SOMAN & ASSOCIATES
Company Secretaries, Mumbai.

Except observations in 7 and 8 above, no other price sensitive information bearing material impact on financials of the company under Reg. 51 of LODR is observed in the course of operations of the company during the year under review

However, in the light of recent amendments in the various acts including Companies Act 2013 and Rules made thereunder, regulations of SEBI dated 5th May 2021 or Stock exchanges requirements, etc., the company is advised to maintain the periodic compliance data in electronic media that can be stored in chronological order for the company as good governance as well as for sharing the same for regulatory audit from time to time.

For Sanjay Soman & Associates

Sanjay Soman

UDIN: F004146C000510861

FCS No.:4146

CP No: 817

Date: 24th June 2021

Place: Mumbai.

...4.