

May 30, 2022

To
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejebhoy Tower,
Dalal Street, Fort,
Mumbai – 400 001.

To
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Security Code No. : 505324

Security Symbol : MANUGRAPH
Security Series : EQ

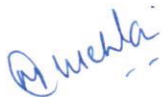
Dear Sir,

Sub.: Annual Secretarial Compliance Report for the year ended March 31, 2022

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; please find enclosed herewith Annual Secretarial Compliance Report for the year ended March 31, 2022 issued by M/s. Aashish K. Bhatt & Associates, Practicing Company Secretaries.

We request you to take the same on record and disseminate the same for information to the members.

For **Manugraph India Limited**



Mihir Mehta
Company Secretary

Encl.: a/a

MANUGRAPH INDIA LTD.

Sidhwa House, N. A. Sawant Marg, Colaba, Mumbai - 400 005. India.
Tel: 91-22-2287 4815 Fax: 91-22-2287 0702 CIN: L29290MH1972PLC015772
Email: info@manugraph.com Website: www.manugraph.com



AASHISH K. BHATT & ASSOCIATES

Practicing Company Secretaries

Aashish K. Bhatt
B.Com., A.C.S., PGDSL

SECRETARIAL COMPLIANCE REPORT OF
MANUGRAPH INDIA LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2022

[Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019]

To,

Manugraph India Limited,

2nd Floor, Sidhwa House, N.A. Sawant Marg,
Colaba, Mumbai - 400005.

I, have examined:

- all the documents and records made available to us and explanation provided by **Manugraph India Limited ("the listed entity")**,
- the filings / submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2022 ("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 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");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-



D / 101, Lata Annexe, Above Axis Bank, W. E. Highway, Borivali (East), Mumbai - 400 066.

Mob. : 98671 51081, 80979 85754 • Telefax : 022 2846 1715.

Email : mail@aashishbhatt.in • W. : www.aashishbhatt.in

- 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;
- 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;
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and erstwhile the SEBI (Share Based Employee Benefits) Regulations 2014 – Not Applicable;
- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and erstwhile the SEBI (issue and Listing of Debt Securities) Regulations 2008 – Not Applicable;
- g) 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:

- 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:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Pursuant to regulation 30 of SEBI Listing Regulations, the listed entity shall make disclosure of events		Delay in submission of proceedings of Annual General Meeting held on



	specified in Para B of Part A of Schedule III based on application of the guidelines for materiality as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information.		September 29, 2021.
2.	As per regulation 44 of SEBI Listing Regulations, the listed entity shall submit to the stock exchange, within two working days of conclusion of its General Meeting, details regarding the voting results in the format specified by the Board.		Delay in submission of the Voting Results of Annual General Meeting held on September 29, 2021.

- 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 my examination of those records.
- c) The following are the details of 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.	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.	National Stock Exchange of India Limited	Non-compliance of Regulation 44 (3) of SEBI Listing Regulations, i.e. the listed entity shall submit	Pursuant to SEBI Circular No. SEBI/ HO/ CFD/ CMD/ CIR/ P/ 2020/12 dated	Delay in submission of the voting results of Annual General Meeting held on September 29, 2021 as per Regulation



(NSE) and BSE Limited (BSE)	to the stock exchange, within two working days of conclusion of its General Meeting, details regarding the voting results in the format specified by the Board.	January 22, 2020, NSE and BSE imposed fine of Rs. 11,800/- each	44 (3) of SEBI Listing Regulations, the Company has made representation to NSE and BSE with regards to delay in filing and waiver of the same. The Stock Exchange(s) considered the delay and waived off the fine.
-----------------------------	---	---	--

d) 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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Necessary actions were taken by Company w.r.t. observations in previous reports				



Further, as a precautionary measure against "COVID 2019", the audit process has been modified, wherein certain documents/records etc. were verified in electronic mode and have relied on the representations received from the Company for its accuracy and authenticity.

**For Aashish K. Bhatt & Associates
Company Secretaries**



**Aashish Bhatt
Proprietor**

**ACS No.: 19639, COP No.: 7023
UDIN: A019639D000391560**

**Place: Mumbai
Date: 26.05.2022**

