



June 6, 2020

BSE Limited
Floor 25, P. J. Towers
Dalal Street, Fort
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sirs,

Sub: Annual Secretarial Compliance Report

Pursuant to the SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report dated June 5, 2020 for the financial year 2019-20.

We request you to take the same on record.

Thanking you,

Yours faithfully,
For Jubilant Life Sciences Limited

Rajiv Shah
Company Secretary

Encl: as above

A Jubilant Bhartia Company

OUR VALUES



Jubilant Life Sciences Limited

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Fax: +91 120 4234895-96
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Regd Office:
Bhartiagram, Gajraula
Distt. Amroha - 244 223,
UP, India
CIN : L24116UP1978PLC004624

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
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Annual Secretarial Compliance Report of Jubilant Life Sciences Limited for the year ended 31 March, 2020.

I, Devesh Kumar Vasisht, Partner of Sanjay Grover & Associates have examined:

- all the documents and records made available to me and explanation provided by Jubilant Life Sciences 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 **31 March, 2020** (“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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- *Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- *Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- *Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

*No event took place under these regulations during the review period.

and based on the above examination, I hereby report that, during the Review Period:

- 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.		None	



- b) 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 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.	Securities Appellate Tribunal Mumbai ('SAT')	Penalty imposed on the Company under Section 23A(a) of the Securities Contracts (Regulation) Act, 1956 ('SCRA') for violation of Clause 36 of Listing Agreement read with Section 21 of the SCRA.	Rs. 500,000 (Rupees Five Lakh Only)	SEBI had, by Adjudication Order dated January 31, 2018, (the 'Adjudication Order') imposed a penalty of Rs. 10,00,000 each on the Company and Mr. Shyam Sunder Bhartia, Mr. Hari Shankar Bhartia and Jubilant Stock Holding Private Limited, a promoter group entity (collectively referred to as 'Promoter Group').
2.		Penalty imposed on Jubilant Stock Holding Private Limited, promoter group entity, under Section 15G of the SEBI Act for violation of regulation 3A of the SEBI (Prohibition of Insider Trading) Regulations, 1992 ('PIT Regulations').	Rs. 10,00,000 (Rupees Ten Lakh Only)	The Adjudication Order states that the Company had violated the applicable provisions of the erstwhile Listing Agreement by making delayed disclosures to the Stock Exchanges in respect of material price sensitive information of certain events.
3.		Penalty imposed on Mr. Shyam Sunder Bhartia, Chairman of the Company, under Section 15G of the SEBI Act for violation of regulation 3(i) of the PIT Regulations.	Rs. 10,00,000 (Rupees Ten Lakh Only)	In terms of the Adjudication Order, SEBI had imposed penalty on the Promoter Group for purchasing equity shares of the Company while they were in possession of certain unpublished price sensitive information.
4.		Penalty imposed on Mr. Hari Shankar Bhartia, Co-Chairman and Managing Director of the Company under Section 15G of the SEBI Act for violation of regulation 3(i) of the PIT Regulations.	Rs. 10,00,000 (Rupees Ten Lakh Only)	The Company and the Promoter Group had filed appeals against the Adjudication Order on April 24, 2018 before the Securities Appellate Tribunal ('SAT'), Mumbai. SAT, by its Order dated November 7, 2019, has reduced the penalty on the Company from Rs. 10,00,000 to Rs. 5,00,000 and has dismissed the appeals of Promoter Group. The penalty as imposed has been paid by the Company and Promoter Group along with interest thereon and hence, the matter has been closed.



- d) The listed entity has taken the following actions to comply with the observations made in previous reports: **There was no observation made in previous report for year ended March 31, 2019.**

I, further, report that there was no event of appointment/ re-appointment/ resignation of statutory auditor of the Company during the review period and the Company has modified the terms of appointment of its existing auditor. In this regard, I report that the Company has complied with Para 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.



New Delhi
June 05, 2020

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900

A handwritten signature in black ink, reading 'Devesh Kumar Vasisth'.

Devesh Kumar Vasisth
Partner
CP No.: 13700, M.No. F8488
UDIN: F008488B000321636