

May 17, 2019

To
B S E Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai - 400 001

Scrip Code: 524558

To
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 001

**Scrip Code: NEULANLAB
Series: EQ**

Dear Sirs,

Sub: Submission of Annual Secretarial Compliance Certificate for the financial year ended March 31, 2019 as required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing regulations") and SEBI Circular No CIR/CFD/CMD1/27/2019 dated February 09, 2019.

With reference to the subject cited above and with reference to the Listing Regulations and afore-mentioned SEBI circular, please find enclosed the Annual Secretarial Compliance Certificate issued by the Company Secretary in Practice for the financial year ended March 31, 2019.

This is for your information and records.

Thanking you

Yours sincerely,
For Neuland Laboratories Limited



**Sarada Bhamidipati
Company Secretary**

Encl: as above



**SECRETARIAL COMPLIANCE REPORT
OF
NEULAND LABORATORIES LIMITED
FOR THE FINANCIAL YEAR ENDED 31/03/2019**

We, P.S. Rao & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by Neuland Laboratories Limited having its Registered Office at Sanali Info Park, 'A' Block, Ground Floor, 8-2-120/113, Road No 2, Banjara Hills, Hyderabad-500034, Telangana, India, hereinafter referred to as **“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 31/03/2019 (01/04/2018 to 31/03/2019) 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 audit period;*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - *Not Applicable during the audit period;*



Ps Rao

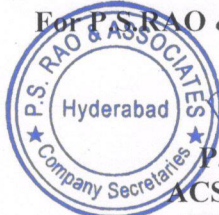
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - *Not Applicable during the audit period;*
- (g) Securities and Exchange Board of India (Issue and Listing of Non - Convertible and Redeemable Preference Shares) Regulations, 2013 - *Not Applicable during the audit period;*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Depositories Act, 1996;
- (j) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client;

and circulars and 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.
- (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 our examination of those records.
- (c) No actions were 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.
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: *Not Applicable*

Place: Hyderabad
Date: 16th May, 2019

For P. S. RAO & ASSOCIATES

P. S. Rao
P. S. Rao
ACS No: 9769
CP No: 3829