



MOREPEN



Date: 24/06/2021

To,

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400 051
Symbol: MOREPENLAB

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001
Scrip Code: 500288

Subject: Annual Secretarial Compliance Report for the year ended March 31, 2021

Dear Sir/Ma'am,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read along with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed herewith Annual Secretarial Compliance Report of the Company, issued by Mr. Praveen Dua, Proprietor of M/s. PD and Associates, Practicing Company Secretary, for the year ended 31st March, 2021.

You are requested to take the same on record.

Thanking you.

Yours faithfully,

For Morepen Laboratories Limited

Vipul Kumar Srivastava
Company Secretary



Encl. as above

Morepen Laboratories Limited

Corp. Off.: 4th Floor, Antriksh Bhawan, 22 K.G. Marg, New Delhi- 110 001, INDIA
Tel.:+91-11-23324443, 23712025, E-mail: corporate@morepen.com, Website:www.morepen.com
CIN NO. L24231 HP1984PLC006028

Plant & Regd. Off.: Morepen Village, Malkumajra, Nalagarh Road, Baddi, Distt. Solan (H.P.) -173205
Tel.: +91-1795-266401-03, 244590, Fax: +91-1795-244591, E-mail: plants@morepen.com

**Secretarial compliance report of Morepen Laboratories Limited
for the year ended March, 2021**

I, Praveen Dua, Proprietor of PD and Associates have examined:

- (a) all the documents and records made available to us and explanation provided by Morepen Laboratories 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 March, 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; as amended*
- (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; as amended*
- (d) *Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; as amended and circulars/ guidelines issued thereunder;*

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



PD AND ASSOCIATES
Company Secretaries

- a) The listed entity has complied with all the provisions of the above Regulations and circulars/ guidelines issued thereunder.

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	Regulation 17 of the Corporate Governance Report	Independent Woman director not appointed as stipulated time from 1/4/2020	The company had appointed its woman independent director in its board meeting held on 22/06/2020

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/our 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	NSE	Independent Woman director not appointed	A fine of 4,10,000/- was imposed along with GST of Rs.73800/- which was later waived	Company paid the fine and sought waiver. NSE waived the fine.
2	BSE	Independent Woman director not appointed	A fine of 4,10,000/- was imposed along with GST of Rs.73800/-	The company has paid the fine under protest



PD AND ASSOCIATES

Company Secretaries

(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 (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Pursuant to the order of Hon'ble NCLT and later confirmed by Hon'ble NCLAT, the company has received 266413 Equity Shares for cancellation during the year ending 31/03/2020 which is still pending for cancellation. Cancellation of shares will reduce the issued, subscribed and paid-up capital hence reduction of listed capital	-	The Company has cancelled 3354500 equity shares which were surrendered for cancellation till 31.03.2021	NA



PD AND ASSOCIATES
Company Secretaries

There is no other action 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.

Place: New Delhi
Date: 23/06/2021



Praveen Dua,
Proprietor
PD and Associates,
Company Secretaries,
FCS: 3573, C P No.: 2139
UDIN: F003573C000502984