



Innovating for
affordable healthcare

Shilpa Medicare Limited

Manufacturers and Exporters of Bulk Drugs

“Shilpa House” # 12-6-214/A1, Hyderabad Road,
RAICHUR - 584 135. Karnataka, India.

Phone : +91-8532 - 238704, Fax : +91-8532-238876

E-mail : info@vbshilpa.com Website : www.vbshilpa.com

GST NO : 29AADCS8788F1Z0

CIN No. L85110KA1987PLC008739

Dated: 30th May, 2019

To
The Corporate Relationship Department
BSE Limited
1st Floor, Rotunda Building,
P. J. Towers, Dalal Street,
Mumbai- 400001.

To
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400051.

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the Year ended 31st March, 2019

**Ref: Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015**

Scrip Code: BSE -530549/ Stock Symbol: NSE —SHILPAMED

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019, the Annual Secretarial Compliance Report for the year ended 31st March, 2019 is being submitted herewith.

Kindly take the same on record.

Thanking You,

Yours Sincerely,

For SHILPA MEDICARE LIMITED


Sushil Bajaj
Compliance Officer





SECRETARIAL COMPLIANCE REPORT
OF
SHILPA MEDICARE LIMITED
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2019

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

- (a) All the documents and records made available to us and the explanation provided by **Shilpa Medicare Limited**, having its registered office at #12-6-214/A-, Hyderabad Road, Raichur-584135, Karnataka 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; and
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st March, 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 and guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 (“SCRA”), the 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 to the listed entity during the audit period;*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- *Not applicable to the listed entity during the audit period;*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2018- *Not applicable to the listed entity during the audit period;*



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- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013- *Not applicable to the listed entity during the audit period;*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Depositories Act, 1996;
- (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and
- (k) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993
and the 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 for one (1) delay in compliance of filing of Shareholding Pattern U/R 31 of the SEBI (LODR) Regulations, 2015 for the quarter ended 31st December, 2018;*
- 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. Except as stated in the following table, there were no 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.	Particulars of Non-Compliance	Details of Action taken by the Regulators	Observations/ Remarks of the Practising Company Secretary on the action taken
1	<i>Delay in submission of Shareholding Pattern for the quarter ended 31st December, 2018 U/R 31 of the SEBI (LODR) Regulations, 2015 by 1(one) day.</i>	<i>BSE & NSE have levied a fine of Rs.2,000 and GST of Rs.360/- each.</i>	<i>The listed entity wrote to the Stock Exchanges explaining the reasons for the delay and requesting them to waive the fine which was not accepted, and hence, the penalty of Rs.2,360 was paid to each of the Stock Exchanges.</i>



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d. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the action taken by the listed entity
	-	-	-	-

For P.S. Rao & Associates
Company Secretaries



D. S. Rao
Company Secretary
M. No. 12394
C.P. No. 14487

Place: **Hyderabad**
Date : **30/05/2019**