

July 21, 2020

To To

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

Security Code No.

Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051

The Manager,

Listing Department,

: 505324

Security Symbol : MANUGRAPH **Security Series** : EQ

National Stock Exchange of India Limited,

Dear Sir.

Sub.: Annual Secretarial Compliance Report for the year ended March 31, 2020

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, 2020 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



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, 2020

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

To,

Manugraph India Limited,

Sidhwa House 1st Floor, N A Sawant Marg, Colaba Mumbai - 400005.

I, have examined:

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

for the year ended 31st March, 2020 ("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:-

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

- 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;
- 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)
 Regulations, 2014 Not Applicable;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – Not Applicable;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 Not Applicable;
- h) 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:-



including special including special including special including special including special including includ	regulation 34 of SEBI ations and Disclosures Regulations, 2015 The listed entity shall of Annual Report along Annual General Meeting ater than the day of	The requisite intimation / disclosure were made to stock exchange.	Secretary Delay in submission of Annual Report for year ended March 31, 2019 along with notice of Annual General Meeting to stock exchange. Delay in submission of cessation of Mr. Amit Dalal
1. Pursuant to (Listing Obligate Requirements) ("SEBI LODR" submit a copy with notice of (AGM) not list commencement shareholders. 2. Pursuant to LODR – the disclose to since events, as as Schedule III, or reasonably potent or information of event or information (Prohibition Regulations, see the second seco	regulation 34 of SEBI ations and Disclosures Regulations, 2015 The listed entity shall of Annual Report along Annual General Meeting ater than the day of the of dispatch to regulation 30 of SEBI	requisite intimation / disclosure were made to stock exchange.	Delay in submission of Annual Report for year ended March 31, 2019 along with notice of Annual General Meeting to stock exchange. Delay in submission of
(Listing Obligation Requirements) ("SEBI LODR" submit a copy with notice of (AGM) not list commencement shareholders. 2. Pursuant to LODR – the disclose to single events, as a second list of event or information of event or information (Prohibition Regulations,	ations and Disclosures Regulations, 2015 The listed entity shall of Annual Report along Annual General Meeting ater than the day of the of dispatch to regulation 30 of SEBI	requisite intimation / disclosure were made to stock exchange.	Report for year ended March 31, 2019 along with notice of Annual General Meeting to stock exchange. Delay in submission of
Requirements) ("SEBI LODR" submit a copy with notice of (AGM) not la commencement shareholders. 2. Pursuant to LODR – the disclose to si events, as s Schedule III, of reasonably por twenty four hor of event or info 3. Pursuant to re (Prohibition Regulations,	Regulations, 2015 The listed entity shall of Annual Report along Annual General Meeting attention that of dispatch to regulation 30 of SEBI	intimation / disclosure were made to stock exchange.	31, 2019 along with notice of Annual General Meeting to stock exchange. Delay in submission of
("SEBI LODR" submit a copy with notice of (AGM) not list commencement shareholders. 2. Pursuant to LODR – the disclose to sist events, as a Schedule III, or reasonably pot twenty four hor of event or information (Prohibition Regulations,	of Annual Report along Annual General Meeting ater than the day of nt of dispatch to	disclosure were made to stock exchange.	Annual General Meeting to stock exchange. Delay in submission of
submit a copy with notice of (AGM) not la commencement shareholders. 2. Pursuant to LODR – the disclose to st events, as s Schedule III, of reasonably po twenty four ho of event or info 3. Pursuant to re (Prohibition Regulations,	Annual Report along Annual General Meeting ater than the day of nt of dispatch to regulation 30 of SEBI	were made to stock exchange.	stock exchange. Delay in submission of
with notice of (AGM) not la commencement shareholders. 2. Pursuant to LODR – the disclose to si events, as si Schedule III, or reasonably potenty four hor of event or information (Prohibition Regulations,	Annual General Meeting ater than the day of nt of dispatch to regulation 30 of SEBI	to stock exchange.	Delay in submission of
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commencement shareholders. 2. Pursuant to LODR – the disclose to six events, as a Schedule III, or reasonably potenty four hor of event or info. 3. Pursuant to responsible to the Commencement of the Comme	nt of dispatch to regulation 30 of SEBI	The	20,50
shareholders. 2. Pursuant to LODR – the disclose to stee events, as a Schedule III, or reasonably potent or info. 3. Pursuant to reasonably potent or info. (Prohibition Regulations,	regulation 30 of SEBI		20.5.
2. Pursuant to LODR – the disclose to si events, as si Schedule III, or reasonably potwenty four hor of event or info. 3. Pursuant to re (Prohibition Regulations,			20.5.
LODR – the disclose to si events, as si Schedule III, or reasonably por twenty four hor of event or info. 3. Pursuant to re (Prohibition Regulations,			20.5.
disclose to si events, as si Schedule III, or reasonably por twenty four hor of event or info. 3. Pursuant to reasonably por twenty four hor info. (Prohibition Regulations,	listed entity shall first	requisite	acception of Mr Amit Dalal
events, as s Schedule III, or reasonably por twenty four hor of event or inform 3. Pursuant to re (Prohibition Regulations,	noted entity orial mot	roquiono	Cessation of IVII. Affile Data
Schedule III, or reasonably portwenty four hor of event or info. 3. Pursuant to respect to the control of the	tock exchange(s) of all	intimation /	and Mr. Jai Diwanji
reasonably potential twenty four horosterial of event or info	specified in Part A of	disclosure	(Independent Directors)
twenty four ho of event or info 3. Pursuant to re (Prohibition Regulations,	or information as soon as	were made	
of event or info 3. Pursuant to re (Prohibition Regulations,	ssible and not later than	to stock	
Pursuant to re (Prohibition Regulations,	ours from the occurrence	exchange.	
(Prohibition Regulations,	ormation.		
Regulations,	egulation 7(2)(b) of SEBI	The	Delay in submission of
	of Insider Trading)	requisite	disclosures by the company.
-11115. 41-4	2015 - Every company	intimation /	
snall notity the	e particulars of trading as	disclosure	
mentioned in	n regulation 7(2)(a) of	were made	
aforesaid reg	gulation to the stock	to stock	
exchange on	which the securities are	exchange.	
listed within tv	wo trading days of receipt		
of the disclo	sure or from becoming		
aware of such	out of from boothing		
	-		BHATTE

4.	Pursuant to regulation of 29 SEBI	The	Delay in submission of
	(Substantial Acquisition of Shares and	requisite	disclosures by Acquirer and
	Takeovers) Regulations, 2011 - the	intimation /	any person with PACs
	disclosures as mentioned under 29(1)	disclosure	
	and 29(2) of aforesaid regulation shall	were made	
	be made within two working days of	to stock	
	the receipt of intimation of allotment of	exchange.	
	shares, or the acquisition of shares or		
	voting rights in the target company to		
	(a) every stock exchange where the		
	shares of the target company are		
	listed; and		
	(b) the target company at its registered		
	office		
5.	Pursuant to regulation 34 and		Disclosures of certain matters
	Schedule V of SEBI (Listing		as required to be stated in
	Obligations and Disclosure		Schedule V of SEBI LODR is
	Requirements) Regulations, 2015 w.r.t.		not made in Annual Report for
	(SEBI LODR), Annual Report shall		the year ended March 31,
	contain various information as		2019.
	prescribed.		

- 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 Details of		Details of action taken	Observations/ remarks of	
	taken by	violation	E.g. fines, warning letter, debarment, etc.	the Practicing Company Secretary, if any.	
	NA	NA	NA	NA	

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

Sr.	Observations of	Observations made in	Actions	Comments of the
No.	the Practicing	the secretarial	taken by	Practicing Company
	Company	compliance report for	the listed	Secretary on the
	Secretary in the	the year ended	entity, if	actions taken by the
	previous reports	(The years are to be mentioned)	any	listed entity
	Nil	Nil	Nil	Nil

On account of pandemic "COVID 2019" and nationwide lockdown imposed by governments, 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

Place: Mumbai

Date: 29.06.2020

Aashish Bhatt

Proprietor

ACS No.: 19639, COP No.: 7023

UDIN: A019639B000394288