



MULLER AND PHIPPS INDIA LIMITED.

C-204, 2ND FLOOR, MADHAVA, BANDRA KURLA COMPLEX, MUMBAI-400 052.

CIN: L63090MH1917PLC007897

May 30, 2022

The Secretary,
Bombay Stock Exchange Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Scrip Code: 501477

**Sub: Submission of Annual Secretarial Compliance Report as per Reg 24 A of SEBI LODR,
2015 for financial year ended March 31, 2022.**

Dear Sir/ Madam

In terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2022, issued by Mr. Sanjay Soman from M/s Sanjay Soman & Associates, Practicing Company Secretaries.

Kindly take the same on record.

Thank you.
Yours faithfully

For Muller and Phipps India Limited

P V Mohan
Whole Time Director
DIN: 00195051

Annual Secretarial Compliance Report for the year ended on 31st March 2022

As per Reg.24A of SEBI(LODR) 2015

Of Muller and Phipps India Limited- CIN: L63090MH1917PLC007897

I have examined all the documents and records made available to us and explanation provided by Muller And Phipps India Limited, the filings/ submissions made by the company to the stock exchange, website of the company and all other relevant documents we relied upon to make this certification, for the year under review ended on 31st March 2022.

I state that the compliance as per 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") which are applicable to this company ; have been examined as below with our appropriate comments:-

(a)Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;-SEBI (LODR) 2015 – *as per table below.*

(b)Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- No actions by the company during year under review hence no comments offered.

(c)Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

-No actions by the company during year under review hence no comments offered

(d)Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

--No actions by the company during year under review hence no comments offered

(e)Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

--No actions by the company during year under review hence no comments offered

(f)Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

-No actions by the company during year under review hence no comments offered



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(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

-No actions by the company during year under review hence no comments offered

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- The intimation of trading window in terms of Clause 4(2) has been given to BSE from time to time.

And based on the above examination, We hereby report that, during the Review Period, The Company has also complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, on the matters specified below:

Reg 30 & 31(1)(b)	Quarterly Announcements for Board Meetings Newspaper Ads, Outcome of meetings etc	Complied
Reg 40(10)	Yearly Certification by PCS-on Transmission, Transposition or deletion of name/s on share certificates held in physical mode	Complied
Reg 33(3)(a)& (d)	Quarterly Submission and Publication of Financial Results and Annual Audited Financials	Complied
Reg 74(5)DP	Quarterly Report on Demated Securities and its reconciliation by PCS and R&T	Complied
Reg 13(3)	Quarterly Statement on Investor Complaints	Complied
Reg 39(3)	Quarterly Details of Loss of Certificates if any.	Complied
Reg 30 and 47	Details of Annual General Meetings, Postal Ballot & Outcome of General Meetings	Complied
Reg 34 (1)	Submission of Annual Report	Complied
Reg 23(9)	Half Yrly/yrly data on related party transactions	No such Tansactions done
Reg 44(3)	Submission of voting result to stock exchange After General meetings	Complied



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We further report that:

1. The Company has been adhering to the requirements of Composition of Board of Directors with balance of Executive Directors, Independent Directors and a woman Director/s as per Reg 15 LODR
2. The Company has formed Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Risk Management Committee as Board Committees and maintained minutes for the meetings.
3. The company has been filing the Certificate of PCS for exemption from Report on Corporate Governance as the Net worth and turnover of the company is under the threshold limits prescribed by SEBI - Reg 27(2)
4. The company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
5. The Company has appointed and designated a Compliance officer and Company Secretary, A Whole Time Director, CFO.
6. The Company has no significant instance that needs disclosure amounting to the material impact on financials including Profit for the year as per Audit report 2021-22.
7. No other price sensitive information bearing material impact on financials of the company under Reg. 51 of LODR is observed in the course of operations of the company during the year under review Company.

As a follow up from last report, I observe that, the company has taken action and complied with:

(As per Point no 6 and 9 in the last report for 2020-21, as follows:

6. The company has a web site : <http://mulphico.co.in>, but it is observed that it had not been updated with required data on it as per provisions of Companies Act 2013 and SEBI LODR Reg 46.

9. It has been advised to prepare Standard Operating Procedure for required compliance on reporting by designating officers as per BSE Circular: LIST/COMP/54/2019-20 January 2020 applicable for all listed companies,)

8. the company has a web site which is being modified for regular upload of the information for Investors disclosures from time to time as per Reg 46.

And ,

9. also provides for Information of all designated officers, including updates and changes, being updated as per circular *LIST/COMP/54/2019-20 January 2020* .

10. It is further observed and advised to the Company to get self-declaration as well as certification under [Regulation 34 (3) read with Clause 10 (i) of Part C of Schedule V of the] SEBI (LODR) Regulations, 2015, that none of the directors on the board of the company has been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

And there is no other specific and materially effective non-compliance is observed in the course of operations of the company during the year under review, *except as mentioned in para 10 above.*

For Sanjay Soman & Associates



Prop :Sanjay Soman

UDIN: F004146D000415007

FCS No.:4146 CP No: 817

Date: 28th May 2022

Place: Mumbai.

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