



GLAND PHARMA LIMITED

May 12, 2022

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
25th floor, Dalal Street
Mumbai - 400 001
Scrip Code: 543245

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th floor
Plot no. C-1, Block G, Bandra Kurla Complex
Bandra (East), Mumbai - 400 051
Symbol : GLAND (ISIN : INE068V01023)

Dear Sir/Madam,

Sub: Secretarial Compliance Report pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2022

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Secretarial Compliance Report for the financial year ended 31st March, 2022 issued by RVR & Associates, Company Secretaries.

This is for your information and records.

Yours truly,

For Gland Pharma Limited



Sampath Kumar Pallerlamudi

Company Secretary and Compliance Officer

Regd. Office:

Survey No. 143-148, 150 & 151, Near Gandimaisamma 'X' Roads
D.P. Pally, Dundigal, Dundigal-Gandimaisamma Mandal
Medchal-Malkajgiri District, Hyderabad 500043, Telangana, India
Tel: +91-40-30510999 Fax: +91-40-30510800

Corporate Office:

Plot No. 11 & 84, TSIC Phase: IV
Pashamylaram (V), Patancheru (M), Sangareddy District
Hyderabad 502307, Telangana, India
Tel: +91-8455-699999

To,
The Board of Directors,
Gland Pharma Ltd,
Hyderabad
NSE CODE: GLAND
BSE CODE:543245

Sub: Annual Secretarial Compliance Report for the Financial Year 2021-22

Dear Sir,

We have been engaged by Gland Pharma Ltd (hereinafter referred to as the "Company") bearing CIN: L24239TG1978PLC002276 whose equity shares are listed on National Stock Exchange of India and BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon for the 12 Months period 1st April, 2021 to 31st March, 2022.

It is responsibility of the management of the company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and Circulars/Guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the company with provisions of all applicable SEBI Regulations and Circulars / Guidelines issued from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered and necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

For RVR & Associates
Company Secretaries
PR No. P2015TL082000



GVS Ravi Kumar
Associate Partner
FCS No. 8529 CP. No.17178
PR No. 1242/2021
UDIN: F008529D000305705



Date: 11.05.2022
Place: Hyderabad

Secretarial compliance report of Gland Pharma Ltd
for the year ended 31st March, 2022

We RVR & Associates, Practising Company Secretaries, have examined:

- (a) All the documents and records made available to us and explanation provided by Gland Pharma Ltd. ("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 31st March, 2022 ("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, and guidelines issued thereunder; and
 - (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, and 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; - **NA**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **NA**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - **NA**
- (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:-



Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 23(9) of SEBI LODR – Non-Submission of Disclosure regarding Related Party transactions within the period prescribed under this Regulation.	Delay of 3 days in submission of Half-yearly Disclosure on Related Party Transactions for the Half Year ended 31 st March, 2021.	The Company has submitted the Consolidated Related Party Transactions for the Half Year ended 31 st March, 2021 to National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) with a delay of 3 Days. NSE & BSE has levied a Penalty of Rs.15,000/- Plus Taxes each and the Company has paid the same in due time.

(b) The listed entity 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.

(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:

S.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.	BSE Ltd	Regulation 23(9) of SEBI LODR – Non-Submission of Disclosure regarding Related Party transactions within the period prescribed under this Regulation for the Half year ended 31 st March, 2021	Notice of Non-Compliance was served requiring the company to pay a fine of Rs.15,000 plus GST of Rs. 2,700/- and total amount is Rs. 17,700/-	The Company has paid the prescribed fine to BSE Limited
2.	National Stock Exchange of India Limited	Regulation 23(9) of SEBI LODR – Non-Submission of Disclosure regarding Related Party transactions within the period prescribed under this Regulation for the Half year ended 31 st March, 2021	Notice of Non-Compliance was served requiring the company to pay a fine of Rs.15,000 plus GST of Rs. 2,700/- and total amount is Rs. 17,700/-	The Company has paid the prescribed fine to National Stock Exchange of India Limited



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

For RVR & Associates
Company Secretaries
PR No. P2015TL082000



GVS Ravi Kumar
Associate Partner
FCS No. 8529 CP. No.17178
PR No. 1242/2021
UDIN: F008529D000305705

Date: 11.05.2022
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