

15th July, 2020

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| To, Department of Corporate Services BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. | To, The Manager, Listing Department, National Stock Exchange of India Ltd. “Exchange Plaza”, C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051. |
| Ref.: Scrip Code No. : 540701 | Ref. : (i) Symbol – DCAL (ii) Series – EQ |

**SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT PURSUANT TO
REGULATION 24A READ WITH SEBI CIRCULAR NO. CIR/CFD/CMD1/27/2019
DATED FEBRUARY 8, 2019**

Dear Sir,

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the year ended March 31, 2020, issued by Mr. Ashok P. Pathak & Co., Practicing Company Secretaries.

Kindly take the same on your record.

Thanking You,

Yours faithfully,

For, Dishman Carbogen Amcis Limited


Shrima Dave
Company Secretary



Encl.: As above

Dishman Carbogen Amcis Limited

Regd. Off.: DISHMAN CORPORATE HOUSE
Iscon-Bopal Road, Ambli, Ahmedabad-380 058, Gujarat, India.
Phone : +91 (0) 2717 420102 / 2717 420124

E-mail : dcal@dishmangroup.com
Website : www.dishmangroup.com

Government Recognised Export House
CIN No. : L74900GJ2007PLC051338



CS Ashok P. Pathak
Company Secretary &
Insolvency Professional

F-904, Titanium City Centre, 100 Ft Anand Nagar Road,
Near Indian Oil Petrol Pump, Satellite, Ahmedabad - 380015
(O) 079-26934123 (M) +91 93270 02122

Secretarial Compliance Report E-mail : csashokppathak@gmail.com
(For the year ended on 31st March, 2020)

[Under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dtd. 08/02/2019]

Dishman Carbogen Amcis Limited

CIN : L74900GJ2007PLC051338
ISIN: INE385W01011

BSE : Script Code 540701
NSE : Symbol : DCAL
Series : EQ

I CS Ashok P. Pathak, Proprietor of M/s. Ashok P. Pathak & Co., Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **Dishman Carbogen Amcis 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 on 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), Rules made there under and the Regulations, Circulars, Guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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;
Not Applicable as there was no reportable event during the review period.
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
Not Applicable as there was no reportable event during the review period.

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- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
Not Applicable as there was no reportable event during the review period.
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
Not Applicable as there was no reportable event during the review period.
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and Circulars/ Guidelines issued there under;

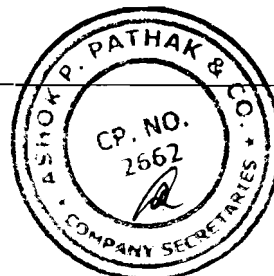
and based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and Circulars/ Guidelines issued there under including SEBI circular CIR/ CFD/ CMD/ 114/ 2019 dated 18th October 2019 on changes in terms of appointment of Statutory Auditors, the Company has amended the terms of appointment of the Statutory Auditors to give effect to the said Circular.

There is deviation in respect of matter(s) specified below:

| Sr. No. | Compliance Requirement (Regulations / circulars/ guidelines including specific clause) | Deviations | Observation/ Remarks of Practicing Company Secretary |
|---------|---|---|---|
| 1 | Regulation 9 of SEBI (PIT) Regulations, 2015 and Schedule B, r/w SEBI Circular dtd.19.07.2019 | The company found two instances of violations relating to Code of Conduct by trading in 356 equity shares at a price of Rs.157.21 per share aggregating to Rs. 55,967/- on 09.10.19 and sale of 6 equity shares at a price of Rs.83.80 per share aggregating to Rs.502.80/- on 23.01.20 during the closure of trading window period commencing from 01.10.2019 to 25.10.2019 and 01.01.2020 to 25.01.2020 respectively by insiders. | On finding of such violations the company has initiated appropriate actions against the insiders for violation of code of conduct as empowered under Clause 12 of Schedule B, by levying the penalty of 10% and 100% of the trade value respectively being the first instance of violating the provisions, of Code for Prohibition of Insider Trading and report such violations in the standardized format to SFBI on 13.11.19 and 07.02.20 as required under Clause 13 of Schedule B and SEBI Circular dtd. 19.07.2019. |

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- (b) The listed entity has maintained proper records under the provisions of the above Regulations and Circulars/ Guidelines issued there under in so far 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 there under.

| Sr. No. | Action taken by | Details of violation | of | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any |
|----------------|-----------------|----------------------|----|---|---|
| NOT APPLICABLE | | | | | |


- (d) The listed entity has taken the following actions to comply with the observations made in the 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 |
|----------------|--|--|--|--|
| NOT APPLICABLE | | | | |

Place : Ahmedabad
Date : 15/07/2020



For, Ashok P. Pathak & Co.
Company Secretaries
UCN : S1997GJ020700


CS Ashok P. Pathak*
Proprietor
ACS No. : 9939
C P No.: 2662

NOTE : Consequent to the COVID-19 pandemic throughout the world, the nationwide lockdown is being declared by the National Disaster Management Authority (NDMA) under the Disaster Management Act, 2005 (DMA) from 25th March, 2020 to contain the spread of virus. Due to COVID19 pandemic impact, certain compliance related documents were obtained through electronic mode and verified accordingly with the requirements.

Unique Document Identification Number (UDIN) allotted by the Institute of Company Secretaries (ICSI) for this Secretarial Compliance Report is A009939B000456761.

* Associate Member (ACS No. 9939) of the Institute of Company Secretaries of India, ICSI House, 22 Institutional Area, Lodhi Road, New Delhi-110003. website : www.icsi.edu
* Insolvency Professional (IP) registered with Insolvency and Bankruptcy Board of India (IBBI) (IP Registration No. IBBI/IPA-002/IP-N00329/2017- 18/10934).