

F. P. 145, 3<sup>rd</sup> Floor, Gurukul CHS,  
Ram Mandir Road, Vile Parle (E),  
Mumbai - 400 057, Maharashtra, INDIA.  
Tel : (91-22) 4218 1111  
CIN No. : U24230GJ1990PLC014535

Date: 27<sup>th</sup> May 2022

**To,**  
**BSE Limited,**  
P. J. Towers, Dalal Street,  
Mumbai - 400 001.  
**Scrip Code: 958964 and 959274**  
**ISIN: INE519S07028 and INE519S07036 respectively**

**Sub: Compliance Certificate - Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 08, 2019, please find enclosed, the 'Annual Secretarial Compliance Report' of the Company for the year ended 31st March 2022 issued by KJB & Co. LLP, Practicing Company Secretaries, Mumbai.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For **Aditya Medisales Limited**

**Ayushi Shah**  
**Company Secretary & Compliance Officer**  
Encl: as above



**Secretarial Compliance Report of**  
**Aditya Medisales Limited**  
**for the year ended March 31, 2022**

We, KJB & CO. LLP, Practising Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Aditya Medisales 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 March 31, 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, 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:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not applicable to the Company for the period under review;**
- (d) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - **Not applicable to the Company for the period under review;**
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable to the Company for the period under review;**
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not applicable to the Company for the period under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable to the Company for the period under review;**
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - **Not applicable to the Company for the period under review;**

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: -





# KJB & CO LLP

COMPANY SECRETARIES

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	<p>Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognised stock exchange(s) within twenty one days from the end of each quarter.</p>	<p>The Company has filed corporate governance report for the period ended March 31, 2022 with inadvertently mentioned details regarding “number of directors present” &amp; “no. of independent directors attending the meeting” for the Meeting of the Audit Committee and Nomination and Remuneration Committee of the Company which was held as on March 28, 2022 with details of presence of the only one independent director, however two independent directors of the Company was present in the mentioned committee meetings.</p>	<p>Pursuant to Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognised stock exchange(s) within twenty one days from the end of each quarter.</p> <p>The Company has filed corporate governance report for the period ended March 31, 2022 with inadvertently mentioned details regarding “number of directors present” &amp; “no. of independent directors attending the meeting” for the Meeting of the Audit Committee and Nomination and Remuneration Committee of the Company which was held as on March 28, 2022 with details of presence of the only one independent director, however two independent directors of the Company were present in the mentioned committee meetings.</p>
2.	<p>Regulation 52(4) of SEBI (Listing Obligations and</p>	<p>The Company has submitted annual unaudited and audited</p>	<p>Pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosure</p>



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COMPANY SECRETARIES

<p>Disclosure Requirements) Regulations, 2015.</p> <p>The listed entity while submitting quarterly / (half yearly)* / annual financial results, shall disclose the following line items along with the financial results:</p> <p>(a)..... (b).... . . (i)capital redemption reserve /debenture redemption reserve</p> <p><i>* Substituted to quarterly by the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 w.e.f. 7.9.2021.</i></p>	<p>financial result for period ended March 31, 2021 as on June 15, 2021 &amp; September 23, 2021 by inadvertently not mentioning details of debenture redemption reserve separately as required under Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p>	<p>Requirements) Regulations, 2015.</p> <p>The listed entity while submitting quarterly / (half yearly)* / annual financial results, shall disclose the following line items along with the financial results:</p> <p>(a)..... (b).... . . (i)capital redemption reserve /debenture redemption reserve</p> <p>The Company has submitted annual unaudited and audited financial result for period ended March 31, 2021 as on June 15, 2021 &amp; September 23, 2021 by inadvertently not mentioning details of debenture redemption reserve separately as required under Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p>
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- (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:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing
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COMPANY SECRETARIES

				Company Secretary, if any.
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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 Practicing 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 Practicing Company Secretary on the actions taken by the listed entity
This being the first reporting after applicability to submit this report, reporting on the actions to comply with the observations made in previous report does not arise.				

For, KJB & CO LLP,  
Practicing Company Secretary  
Firm Unique Identification No. – L2020MH006600  
Peer Review Certificate No. – 934/2020

  
Alpeshkumar Panchal  
Partner

ACS No.: 49008

C P No.: 20120

UDIN: A049008D000404572

Date: May 27, 2022 / Jyeshtha 6, 1944

Place: Vadodara

