

30th May, 2022

To,
The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

Scrip Code: 530627

Dear Sir,

Sub: Annual Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 24A of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019; please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the Financial Year ended 31st March, 2022 issued by M/s. M Baldeva Associates, Practicing Company Secretaries, Thane.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Vipul Organics Ltd.



Krina Sanghvi
Company Secretary & Compliance Officer
Membership No.: A47242

Regd. Office : 102, Andheri Industrial Estate, Off Veera Desai Road, Andheri (West), Mumbai - 400 053, India.

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**SECRETARIAL COMPLIANCE REPORT OF VIPUL ORGANICS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2022**

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane, have examined:

- (a) all the documents and records made available to me and explanation provided by **Vipul Organics Limited** ("the listed entity");
- (b) the filings and submissions made by the listed entity to the stock exchange viz., BSE Ltd. (Scrip Code:530627);
- (c) following websites:
 1. The listed entity i.e. www.vipulorganics.com and
 2. The BSE Limited i.e. www.bseindia.com
- (d) other documents or reports filed with the aforesaid Stock Exchange from time to time.

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, 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 ("Listing Regulations");
- (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 (not applicable during the review period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (not applicable during the review period);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (not applicable during the review period);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;





- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
- (j) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

and circulars / guidelines issued thereunder.

And based on my examination, I hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations, circulars and guidelines issued thereunder, *except in respect of matter specified below:*

Sr. No.	Compliance Requirement (Regulations / Circulars / guidelines including specific clause)	Deviations	Observation/ Remarks
1.	Pursuant to the provisions of Regulation 6 of the Listing Regulations, the Company shall appoint a qualified company secretary as compliance officer of the Company.	Ms. Kinjal Shah, Company Secretary & Compliance Officer of the Company resigned from services of the Company w.e.f. 4 th December, 2021 and Mrs. Krina Sanghvi, was appointed as Company Secretary & Compliance Officer of the Company w.e.f. 17 th December, 2021. During the period from 5 th December, 2021 to 16 th December, 2021, the Company did not have Compliance Officer.	As required under Regulation 6 of the Listing Regulations, during the period from 5 th December, 2021 to 16 th December, 2021, the Company did not have Compliance Officer.
3.	Pursuant to the provision of Regulation 30(6) of Listing Regulations, the Company is required to disclose to the stock exchange all events, as specified in Part A of Schedule III, or information of as soon as reasonably possible and not later than twenty-four hours of the occurrence of the event or information.	The Board of Directors of the Company in its meeting held on 4 th December, 2021 accepted the resignation of Ms. Kinjal Shah, Company Secretary and Compliance Officer resigning from the services of the Company w.e.f. 4 th December, 2021 and appointed Mrs. Krina Sanghvi as Company Secretary and Compliance Officer of the Company w.e.f. 17 th December, 2021; the disclosure of the same was made with the BSE Ltd. on 7 th December, 2021, beyond the prescribed timeline of twenty four hours of the occurrence of such event.	As required under Regulation 30(6) read with Part A of Schedule III of the Listing Regulations, the disclosure with the BSE Ltd. regarding change in Company Secretary & Compliance Officer of the Company was not made within prescribed timeline of twenty-four hours of the occurrence of such event.



- (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 is the detail of action 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 eg. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
NIL				

- (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 financial year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

- (e) There was no event of appointment / re-appointment / resignation of statutory auditors of the Company during the review period. Further, terms of appointment of its existing auditors are in compliance with Para 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18th October 2019.

Place: Thane
Date: 30th May, 2022

For M Baldeva Associates
Company Secretaries



CS Manish Baldeva
Proprietor
M. No. FCS 6180; C.P. No. 11062
Peer Review No. 1436/2021
UDIN: F006180D000428371