



Date: 30<sup>th</sup> May, 2024

To  
**Corporate Relationship Department**  
**BSE Limited,**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street,**  
**Mumbai – 400 001.**

Dear Sir/ Madam,

**Sub: Submission of Annual Secretarial Compliance Report under Regulation 24A of the SEBI (LODR) Regulations, 2015.**

**Scrip code: 524636**

Please find enclosed herewith the Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2024 as per Regulation 24A of the SEBI (LODR) Regulations, 2015.

Kindly take the same on your record.

Thanking you,

For and on behalf of  
**Oxygenta Pharmaceutical Limited**

**Name: Sai Sudhakar Vankineni**  
**Designation: Managing Director**  
**DIN.: 00733001**



**SECRETARIAL COMPLIANCE REPORT OF OXYGENTA PHARMACEUTICAL LIMITED  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

I, have conducted the review of the compliance of the applicable statutory provisions and adherence to good corporate practices by Oxygenta Pharmaceutical Limited (hereinafter referred as '**the listed entity**'), having its Registered Office at No.252/1, Aroor village, Sadasivapet Mandal, Medak District, Telangana, India. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

- I. I, N. Vanitha, Practising Company Secretary, have examined:
- (a) all the documents and records made available to us and explanations provided by **Oxygenta Pharmaceutical 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 31.03.2024 ("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");
  - (c) The Depositories Act, 1996:
- II. The Specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:
- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - Securities and Exchange Board of India (Issue of capital and disclosure requirements) Regulations, 2018;
  - Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the review period)**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the review period)**
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the review period)**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2011;
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and circulars/ guidelines issued thereunder;
- Circulars, Master Circulars/ guidelines issued there under.

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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practising Company Secretary	Management Response	Remarks
1	Disclosure under regulation 30 read with Schedule III, SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023.	regulation 30 read with Schedule III, SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023.	Delay in disclosure of material event. i.e Appointment of company secretary and Compliance officer	The Listed entity had made the disclosure on 11 <sup>th</sup> October, 2023 with the BSE Limited ("the stock exchange")	Advisory letter from BSE Limited dated 23rd April, 2024	Board of directors of the company in their Board meeting held on October 11, 2023 appointed Ms.Dolly Mandhan as the Company Secretary and Compliance officer	NA	As per Regulation 30 of SEBI (LODR) Regulations, 2015, with Schedule III, SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, the	Company had submitted the intimation of appointment of the Company secretary and Compliance officer to BSE within 12 hours post the conclusion of the Board	NA



						of the company w.e.f. October 01, 2023.		Company shall intimation of the appointment of Company Secretary, within 12 hours to the stock exchange.	meeting.	
								Board of directors of the company in their Board meeting held on October 11, 2023 appointed Ms.Dolly Mandhan as the Company Secretary and Compliance officer of the company w.e.f. October 01, 2023.		
								Company had submitted the intimation of appointment of the Company secretary and Compliance officer to BSE within 12 hours post the conclusion of the Board meeting.		

NA-Not Applicable



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

Sr. No.	Observation/ Remarks of the Practising Company Secretary in the previous reports	Observation made in the Secretarial Compliance report for the year ended	Compliance requirement (Regulations/ circulars/guidelines including specific clause)	Details of violation/deviations and actions taken/penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	Default in taking approval and disclosing of Related Party transactions under Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2011	31st March 2023	Disclosure under Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Show Cause Notice No. SEBI/EAD-1/SM/YK/64929/2022	The company complied the same during this period under review	The Company has complied the same
2	Default in taking approval and disclosing of Related Party transactions under Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2011	31st March 2023	Disclosure under Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Adjudication Order No. Order/SM/YK/2022-23/23921-23927) And Fine Amount Rs. 5,00,000/- on listed entity and Rs. 6,00,000/- joint and several penalties on Executive Directors of the listed entity	Company paid the Fine amount on 23.03.2023 and Directors paid the Fine amount on 29.04.2023	The Company and Directors have paid the Fine amount levied by SEBI
3	Default in disclosure of material event i.e., Submission of application for re-classification of status as promoter/public by the listed entity to the stock exchange under	31st March 2023	Disclosure under Regulation 31A(8)(c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure	Advisory letter from BSE Limited dated 22nd February, 2023	the Company had Complied the same with a delayed disclosure dated 21 <sup>st</sup> February, 2023	The Company has complied the regulation by filing delayed disclosure dated 21 <sup>st</sup> February, 2023.



Regulation 31A(8)(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2011		Requirements) Regulations, 2015			
--	--	---------------------------------	--	--	--

- (c) Pursuant to Circular No: NSE/ CML/2023/21 dated 16.03.2023 issued by National Stock Exchange of India Limited and Notice No: 20230316-14 dated 16.03.2023 issued by BSE Limited and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sl. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<b><u>Secretarial Standard:</u></b>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under Section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
2.	<b><u>Adoption and timely updation of the Policies:</u></b>  <ul style="list-style-type: none"><li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li><li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI</li></ul>	Yes	None
3.	<b><u>Maintenance and disclosures on Website:</u></b>  <ul style="list-style-type: none"><li>• The Listed entity is maintaining a functional website</li><li>• Timely dissemination of the documents/ information under a separate section on the website</li><li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website</li></ul>	Yes	None
4.	<b><u>Disqualification of Director:</u></b>  None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None



5.	<b><u>Details related to Subsidiaries of listed entities:</u></b> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA (The listed entity does not have any subsidiary)	NA
6.	<b><u>Preservation of Documents:</u></b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under LODR Regulations, 2015.	Yes	None
7.	<b><u>Performance Evaluation:</u></b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	None
8.	<b><u>Related Party Transactions:</u></b> a) The listed entity has obtained prior approval of Audit Committee for all related party transactions.	Yes	None
	b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.	N.A	Please refer point 8(a)
9.	<b><u>Disclosure of events or information:</u></b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, within the time limits prescribed thereunder.	Yes	None
10.	<b><u>Prohibition of Insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b> No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Yes (subject to disclosures reported in this report)	None



12.	<b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></b>  In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary (ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	Yes	None
13.	<b><u>No additional non-compliances observed:</u></b> No additional non-compliance observed for any of the SEBI Regulation/circular/guidance note etc.	Yes	None

**Assumptions & Limitation of Scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**Place: Hyderabad**

**Date: 30.05.2024**

**N Vanitha**  
**Practicing Company Secretary**  
**M No.: 26859**  
**C P No.: 10573**  
**UDIN: A026859F000493151**  
**Peer Review No:1890/2022**