



May 29, 2020

✓ **BSE Limited,**

Department of Corporate Services,  
P. J. Towers, Dalal Street,  
Mumbai Samachar Marg,  
**MUMBAI - 400 001.**

**National Stock Exchange of India Ltd.,**

Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
**MUMBAI - 400 051.**

**Dear Sir/Madam,**

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2020.**

In compliance with Clause 3(b)(iii) of SEBI Circular No. CIR/CFD/CMD 1/27/2019 dated February 8, 2019, enclosed is the Annual Secretarial Compliance Report for the year ended March 31, 2020, issued by Ms. Neena Bhatia, Practising Company Secretary (FCS – 9492 CP. NO. 2661).

This may kindly be considered as a disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**For LUPIN LIMITED**

**R. V. SATAM  
COMPANY SECRETARY  
(ACS - 11973)**

**Encl- : a/a.**



**N. J. BHATIA**  
**COMPANY SECRETARY**

C-93, Snehadhara, Dadabhai Cross Road No. 3, Vile Parle (W), Mumbai - 400 056.  
Cell : 9870002130 E-mail : njbhatia@rediffmail.com / njbhatia21@gmail.com

**SECRETARIAL COMPLIANCE REPORT**

**OF LUPIN LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020**

I Ms Neena Bhatia, Company Secretary have examined:

- a. all documents and records made available to me and explanations provided by Lupin Limited;
- b. filings/submissions made by Lupin Limited to the Stock Exchanges;
- c. website of Lupin Limited; and
- d. such other document/filing, as may be relevant, which has been relied upon to make this certification.

for the year ended March 31, 2020 ('Review Period') in respect of compliance with the provisions of:

- a. the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and Regulations, circulars, guidelines issued thereunder; and
- b. the Securities Contracts (Regulation) Act, 1956 ('SCRA'), Rules made thereunder and Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ('SEBI').

The specific Regulations, whose provisions and circulars/guidelines issued thereunder, have been examined, include: -

- a. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - b. SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - c. SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - d. SEBI (Prohibition of Insider Trading) Regulations, 2015;
  - e. SEBI (Share Based Employee Benefits) Regulations, 2014;
  - f. SEBI (Depositories and Participants) Regulations, 2018;
  - g. SEBI (Investor Protection and Education Fund) Regulations, 2009;
  - h. SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 & SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) (Amendment) Regulations, 2018; and
  - i. SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
- and circulars/ guidelines issued thereunder;

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

**NEENA BHATIA**  
**COMPANY SECRETARY**  
C-93, Snehadhara,  
Dadabhai Cross Road No. 3,  
Vile Parle (W), Mumbai - 400 056.  
FCS 9492 CP No. 2661

- a. Lupin Limited 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
Not Applicable			

- b. Lupin Limited has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from my/our examination of those records.

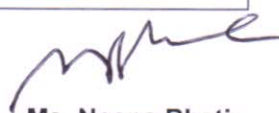
- c. The following are the details of actions taken against Lupin Limited/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines 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 Company Secretary, if any.
Not Applicable				

- 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 31 March 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	The Chief Financial Officer of the Company resigned effective December 11, 2018 and the Company is in the process of identifying a suitable candidate for the said position.	-	Interim Chief Financial Officer was appointed on June 10, 2019.  Chief Financial Officer was appointed effective March 26, 2020.	The Company has appointed CFO within stipulated time prescribed by the Act.

Place: Mumbai,  
Date: May 28, 2020  
UDIN: F009492B000290465

  
Ms. Neena Bhatia  
(Company Secretary)  
(FCS No: 9492 CP. No.: 2661)

**NEENA BHATIA**  
COMPANY SECRETARY  
C-93, Snehadhara,  
Dadabhai Cross Road No. 3,  
Vile Parle (W), Mumbai - 400 056.  
FCS 9492 CP No. 2661