

29th May, 2023

To,
Department of Corporate Services
BSE Ltd.

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Ref.: Scrip Code No. : 540701 (Equity)
: 974556 (Debt)

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. : (i) Symbol – DCAL
(ii) Series – EQ

**SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT PURSUANT TO
REGULATION 24A READ WITH BSE CIRCULARS NOS. 20230316-14 &
20230410-41 AND NSE CIRCULARS NOS. NSE/CML/ 2023/21 & NSE/CML/
2023/30**

Dear Sir,

With reference to the captioned subject, please find enclosed the Annual Secretarial Compliance Report for the year ended March 31, 2023, 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



CS Ashok P. Pathak
Company Secretary &
Insolvency Professional

F- 904, Titanium City Centre, 100 ft. Anand Nagar Road,
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SECRETARIAL COMPLIANCE REPORT OF DISHMAN CARBOGEN AMCIS LIMITED

For the financial year ended on 31st March, 2023

[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]

CIN : L74900GJ2007PLC051338
ISIN: INE385W01011

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

I, CS Ashok P. Pathak, have conducted the review of the Compliance of the applicable statutory provisions and the adherence to good corporate practices by **Dishman Carbogen Amcis Limited** ("the listed entity"), having its Registered Office at Dishman Corporate House, Iscon Bopal Road, Ambli, Ahmedabad 380058 Secretarial Review as 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 day of March, 2023** complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

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

- (a) all the documents and records made available to us and explanation provided by **Dishman Carbogen Amcis Limited**,
- (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 report,

for the financial year ended on 31st March, 2023 ("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





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- (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:-

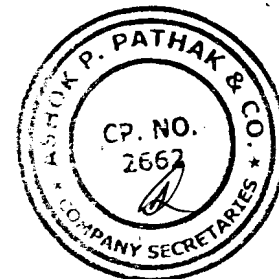
- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares 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 and Sweat Equity) Regulations, 2021;*
- (f) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

*Not Applicable as there was no reportable event during the financial year under review.

and Circulars/ Guidelines issued there under;

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

- I . (a) The listed entity has complied with the provisions of the above Regulations and Circulars / Guidelines issued there under.
- (b) The listed entity has no observations in the previous reports.



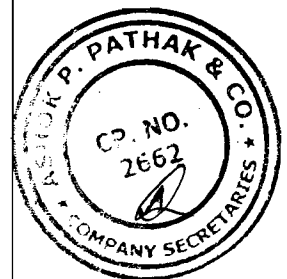


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II. Compliances related to resignation of statutory auditors from listed entity and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019 :

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
1.	Compliances with the following conditions while appointing / re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review / audit report for such quarter; or	NA	-
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review / audit report for such quarter as well as the next quarter; or;	NA	-
	iii. If the auditor has signed the limited review / audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review / audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	-
2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary(ies) to the Audit Committee :	NA	-
	a. In case of any concern with the management of the listed entity / material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall	NA	-





	<p>receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information :</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity / its material subsidiary has not provided information as required by the auditor.</p>	NA	-
		NA	-
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October, 2019.	NA	-



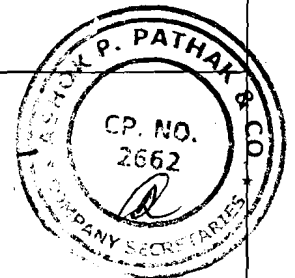


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III. I hereby report that, during the review period the compliance status of the listed entity is appended as below :

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS*
1.	Secretarial Standards : The compliance of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	—
2.	Adoption and timely updation of the Policies : <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entity.All the policies are in conformity with the SEBI Regulations and have been reviewed and updated on time, as per the regulations / circulars / guidelines issued by SEBI	Yes Yes	— —
3.	Maintenance and disclosures on website : <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents / information under a separate section on the websiteWeb-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.	Yes Yes Yes	— — —
4.	Disqualification of Director : None of the Director(s) of the Company is / are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	—

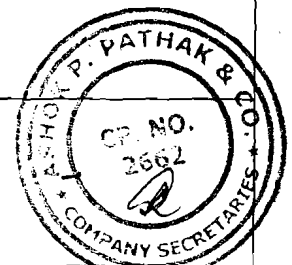




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5.	Details related to Subsidiary(ies) of listed entity have been examined w.r.t. : (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Yes Yes	- -
6.	Preservation of Documents : The 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 SEBI LODR Regulations, 2015.	Yes	-
7.	Performance Evaluation : The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year / during the financial year as prescribed in SEBI Regulations.	Yes	-
8.	Related Party Transactions : (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit Committee, in case no prior approval has been obtained.	Yes NA	- -
9.	Disclosure of events or information : The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.	Yes	-
10.	Prohibition of Insider Trading : The listed entity is in compliance with Regulation 3(5) and 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-





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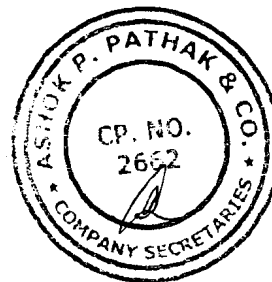
11.	Actions taken by SEBI or Stock Exchange(s), if any : No action(s) has been taken against the listed entity / its promoter(s) / director(s) / subsidiary(ies) either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars / guidelines issued there under.	Yes	-
12.	Additional Non-Compliances, if any : No additional non-compliance observed for any SEBI regulation / circular / guidance note etc.	YES	-

Assumptions and 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. We have relied on the details, documents, information and explanations provided by the management, and information freely available in the public domain for the purpose of issuance of this report. Our responsibility is to report based upon our examination and 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.

For, Ashok P. Pathak & Co.,
Company Secretaries,
ICSI Unique Code : S1997GJ020700

CS Ashok P. Pathak*
Proprietor
ACS No : 9939 | COP No : 2662
Peer Review Certificate No. : 1519/2021
ICSI UDIN : A009939E000408656



29th May, 2023
Ahmedabad

* Insolvency Professional (IP) registered with Insolvency and Bankruptcy Board of India (IBBI) (IP Registration No. IBBI/IPA-002/IP-N00329/2017- 18/10934).