



**Vivimed**

Date: 22.05.2023

To

BSE Limited  
P.J.Towers, Dalal Street,  
Mumbai – 400001  
**BSE - Code : 532660**

National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai - 400 051  
**NSE- Symbol: VIVIMEDLAB**

Dear Sir / Madam,

**Sub: Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2023**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 please find enclosed herewith the Annual Secretarial Compliance Report dated May 20, 2023 issued by Mr.N.V.S.S.Suryanarayana Rao M/s.N.V.S.S.Suryanarayana Rao, Practicing Company Secretary (ACS No.5868 & CP No.2886) Secretarial Auditor of the Company for the financial year ended 31<sup>st</sup> March, 2023.

Kindly take the same on record and display the same on the website of your exchange.

**Thanking you**

**Yours Truly,**

**For Vivimed Labs Limited**

**K.Yugandhar**  
**Company Secretary**



**Encl:a/a**

**Vivimed Labs Limited.**

CIN: L02411KA1988PLC009465

Registered Office: #78/A, Kolhar Industrial Area,  
Bidar, Karnataka - 585 403, India.

T +91 (0) 8482-232045, F +91 (0) 8482-232436

**Email:** contact@vivimedlabs.com | www.vivimedlabs.com

**Corporate Office:**

NCC House, 4th Floor (Western Wing),

Sy. No.64, Madhapur, Hyderabad.

Telangana – 500 081, India.

**GSTIN:** 36AAACV6060A1ZQ

T +91(0) 40-6608-6608, F +91(0) 40-6608-6699

**Annual Secretarial Compliance Report of M/s.Vivimed Labs Limited  
for the financial year ended 31<sup>st</sup> March, 2023**

(CIN: L02411KA1988PLC009465)

**Registered Office:** Plot No. 78-A,Kolhar Industrial Area, Bidar, Karnataka. India – 585403

I, N.V.S.S.Suryanarayana Rao, Practicing Company Secretary (ACS No.5868 & CP No.2886) have examined:

- (a) all the documents and records made available to us and explanation provided by M/s.Vivimed Labs Limited
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 2023 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018 : Not Applicable during the year under review
- (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 year under review
- (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; Not Applicable during the year under review

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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

Sr.No.	Particulars	Compliance Status (Yes/NO/NA)	Observations/Remarks by PCS
1	<p><b>Secretarial Standards:</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)</p>	Yes	
2	<p><b>Adoption and timely updation of the Policies:</b></p> <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  Yes	
3	<p><b>Maintenance and disclosures on Website:</b></p> <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  Yes  Yes	
4	<p><b>Disqualification of Director:</b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	
5	<p><b>To examine details related to Subsidiaries of listed entities:</b></p> <ul style="list-style-type: none"> <li>a. Identification of material subsidiary companies</li> <li>b. Requirements with respect to disclosure of material as well as other subsidiaries</li> </ul>	Yes  Yes	

6	<b>Preservation of Documents:</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 SEBI LODR Regulations, 2015.	Yes	
7	<b>Performance Evaluation:</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	
8	<b>Related Party Transactions:</b> a. The listed entity has obtained prior approval of Audit Committee for all Related party transactions  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	Yes  NA	All RPT Taken Prior Approval
9	<b>Disclosure of events or information:</b> 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 thereunder.	Yes	
10	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	
11	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> 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	No	Details provided in Point No 12(a) below:
12	<b>Additional Non-compliances, if any:</b> additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.	No	Please refer 12(a) below:

The Additional disclosures of Annual Secretarial Compliance Report as below:-

(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	SEBI (LODR) 2015	33	Delay in filing financial results for the FY 2022 Quarter/ Year	BSE & NSE	SOP penalty	Non-submission financial results within the period prescribed under this regulation for the FY 2022 Quarter/ Year	Rs.5000/-	Fine paid	Due to technical issues	-
2	SEBI (LODR) 2015	34	Non-submission Annual Report for FY 2021 & FY22 with in prescribed time	BSE & NSE	SOP penalty & Freezing of promoters shares	Non-submission Annual Report for FY 2021 & FY22 with in prescribed time	Rs.16,87,022/-	Part payment paid	The company submitted Annual Reports in FY2022-2023	-
3	SEBI (LODR) 2015	14	The company has not paid Annual listing fee to the	BSE & NSE	It may lead to suspension	Not paid Annual listing fee with in time	Annual listing fee for BSE amount	Not paid	The company will pay	-

			stock Exchanges for the FY 2022 - 2023		of trading in shares		Rs.3,06,800/- & NSE amount Rs.3,54,000/-		the listing fee	
4	Circular No. SEBI/HO/CFD/CMD/CIR/P/2020 /12 dated January 22, 2020	Circular No. SEBI/HO/CFD /CMD/CIR/P/ 2020/12	Non-submission Annual Report for FY 2021 & FY22 with in prescribed time	BSE & NSE	suspension of trading in shares	Non-submission Annual Report for FY 2021 & FY22 with in prescribed	Rs.16,87,022/-	Part payment paid	The company submitted Annual Reports in FY2022-2023	-
5	SEBI (LODR) 2015 and listing Agreement	regulations 4(1)(d) and 4(1)(e) read with regulations 30(6) and 30(9) of sebi (lodr) regulations, 2015 read with clause 2 of listing agreement and read with sebi circular no.cir/cfd/cmd/4/2015 dated 09/09/2015	not making disclosure and/or making inadequate disclosure to stock exchanges with regard to fund raising activities in stepdown subsidiaries	SEBI	Penalty	not making disclosure and/or making inadequate disclosure to stock exchanges with regard to fund raising activities in stepdown subsidiaries	Rs.5,00,000/-	Paid	-	-

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

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 Practicing Company Secretary	Management Response	Remarks
1	SEBI (LODR) 2015	34	Non-submission Annual Report for FY 2021 with in prescribed time	BSE & NSE	SOP penalty	Non-submission Annual Report for FY 2021 with in prescribed	Rs.2,21,000 /-	paid	The company submitted Annual Report for FY 2021 in FY2022-2023	-

(**NVSS SURYANARAYANA RAO**)  
PRACTICING COMPANY SECRETARY  
C.P.NO. 2886  
ACS NO. 5868



Place: Hyderabad  
Date: 20.05.2023

UDIN Number: A005868EE000341874