

25th April 2023 IOLCP/CGC/2023

National Stock Exchange of India Ltd.

Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051

Security Symbol: IOLCP

BSE Limited,

Pheroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400 001

Security Code: 524164

Subject:

Annual Secretarial Compliance Report for the year ended 31st March 2023.

Ref: CIR/CFD/CMDI/27/2019 dated: 08 February 2019.

Dear Sir,

We are enclosing herewith Annual Secretarial Compliance Report issued by M/s B.K. Gupta & Associates, Company Secretaries in compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March 2023.

This is for your information & record.

Thanking You,

Yours faithfully,

For IOL Chemicals and Pharmaceuticals Limited

Abhay Raj Singh

Vice President & Company Ser

Head Office: 85, Industrial Area 'A', Ludhiana. 141 003 (Punjab) India CIN - L24116PB1986PLC007030 Ph.: +91-161-2225531-35 Fax: +91-161-2226929, 2608784 email: contact@iolcp.com Website: iolcp.com Regd. Office: Village & Post Office Handiaya, Fatehgarh Channa Road, Barnala-148107, Punjab, India.

Works: Village Fatehgarh Channa, Mansa Road (Trident Complex) District - Barnala, 148101 State - Punjab, India.

Ph.: +91-1679 -285285-86, Fax: +91-1679-285292

B.K. Gupta & Associates

Company Secretaries

(0) 97800-16902,07 0161-2407500 (R) 0161-2303137 (M) 098156-05702

SECRETARIAL COMPLIANCE REPORT OF IOL CHEMICALS AND PHARMACEUTICALS LIMITED FOR THE YEAR ENDED 31.03.2023

We M/s B. K. Gupta & Associates have examined:-

- (a) all the documents and records made available to us and explanation provided by IOL CHEMICALS AND PHARMACEUTICALS 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 March 31, 2023 ("Review Period") in respect of compliance with the provisions of:

(i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and

(ii) 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:-

Securities and Exchange Board of India (Listing Obligations and Disclosure a) Requirements) Regulations, 2015;

Securities and Exchange Board of India (Issue of Capital and Disclosure b) Requirements) Regulations, 2018; (Not applicable to the company during review period);

Securities and Exchange Board of India (Substantial Acquisition of Shares and c) Takeovers) Regulations, 2011;

Exchange Board of India (Buyback of Securities and d) Regulations, 2018; (Not applicable to the company during review period);

Securities and Exchange Board of India (Share Based Employee Benefits and e) Sweat Equity) Regulations, 2021; (Not applicable to the company during review

Securities and Exchange Board of India (Issue and Listing of Non-Convertible f) Securities) Regulations, 2021; (Not applicable to the company during review period);

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

and other regulations as applicable and circulars/ guidelines issued thereunder; and based on the above examination, we hereby report that, during the Review Period:

Office: SCF-47, Rishi Nagar Market, Near Abiss, Opp. BSNL, Ludhiana-14100 Canal School Communication (Communication) Resi-cum-office: 137-F, Rishi Nagar, Opp. Aaykar Bhawan, Ludhiana-141 001

(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:

- NIL

| Sr. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Regula tion/ Circular No. | Devi ations | Action taken by | Type of Action | Details of violation | Fine Amo unt | Observations / remarks of the Practicing Company Secretary, if any. | Manage ment Response | Rem |
|------------|---|------------------------------------|----------------|-----------------------|----------------------|----------------------|--------------------|---|----------------------------|-----|
| | 1 | | | | NIL | | | | | |

(b) The listed entity has taken the following actions to comply with the observations made in previous reports: No observation were made in the previous report.

Further we have examined:

| Sr. No. | Particulars | Compliance Status (Yes/No /NA) | Observations / Remarks by PCS* |
|------------|--|--------------------------------|--------------------------------------|
| 1. | Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).s | Yes | None |

| . <i>A</i> | doption and timely updation of Policies: | Yes | None |
|--------------|---|--------|----------|
| | All applicable policies under SEBI Regulations are | | |
| | adopted with the approval of board of directors of the | | |
| | listed entities; | | |
| | All il andicion are in conformity with SFRI Regulations | | |
| • | and has been reviewed and timely updated as per the | | |
| | regulations/circulars/guidelines issued by SEBI. | | |
| | regulations/circulars/guidelines issued by SEBI | Yes | None |
| . <u>1</u> | Maintenance and Disclosure on Website: | | |
| • | | | |
| • | | | |
| | under a separate section on website; | | |
| • | | | |
| | reports under Regulation 27(2) are accurate and | | |
| | specific which re-directs to the relevant | | |
| | document(s)/section of website. | *** | 37 |
| F | Disqualification of Director: None of the directors of the | Yes | None |
| | company are disqualified under Section 164 of Companies | | |
| | Act, 2013. | | |
| 5. | To examine details related to subsidiaries of listed entities: | Yes | None |
| | a) Identification of material subsidiaries companies. | | |
| r | b) Requirements with respect to disclosure of | Yes | None |
| 1 | material as well as other subsidiaries. | | • |
| 5. | Preservation of Documents: The listed entity is preserving | Yes | None |
| o. | 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) Regulation, 2015. | | |
| | Performance Evaluation: The Listed entity has conducted | Yes | None |
| 7. | performance of the Board, Independent Directors and the | | |
| | Committees at the start of every financial year as prescribed | | |
| | | | |
| | in SEBI Regulations. | Yes | None |
| 8. | Related Party Transactions: (a) The Listed Entity has obtained prior approval of | | |
| | (a) The Listed Entity has obtained prior approval of | | |
| | Audit Committee for all related party transaction. | N.A. | None |
| | (b) In case no prior approval obtained, the listed entity | 111674 | 1,0,10 |
| | shall provide details reason with confirmation whether | | |
| | the transaction were subsequently approved/ratified/ | | |
| | rejected/ by the Audit Committee. | | <u> </u> |



| 9. | Disclosure of events or information: The Listed Entity has provided all the required(s) under regulation 30 along with Schedule III of SEBI (LODR) Regulations, 2015 with time limit prescribed thereunder. | Yes | None |
|-----|---|------|------|
| 10. | Prohibition of Insider Trading: The Listed Entity is in compliance with regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulation 2015. | Yes | None |
| | Action taken by SEBI or Stock Exchange(s), if any: No action taken against the Listed Entity/its promoters/directors/subsidiaries either by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulation and circulars/ guidelines issued thereunder. | N.A. | None |
| 12. | Additional Non Compliance, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidelines note etc. | N.A. | None |

For B.K. Gupta & Associates

Company Secretaries

Company occionation

CS Bhupesh Gupta)
FCS No.: 4590

CP No.: 5708

UDIN: - F004590E000184121

Peer review No: - S2003PB540600

FCS-4590 CP-5708

Place: Ludhiana Date: 25.04.2023