

27th July, 2020

- | | |
|---|---|
| <p>(1) BSE Ltd
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001</p> | <p>(2) National Stock Exchange of India Ltd
Listing Department
Exchange Plaza, 5th floor,
Plot no. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051</p> |
|---|---|

Scrip Code: 500087

Scrip Code: CIPLA EQ

- (3) SOCIETE DE LA BOURSE DE LUXEMBOURG
Societe Anonyme
35A Boulevard Joseph II,
L-1840 Luxembourg

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

Dear Sir/Madam,

Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; we are enclosing herewith the Annual Secretarial Compliance Report for the financial year 2019-20 issued by BNP & Associates, Practicing Company Secretaries.

This will also be hosted on the Company's website, at www.cipla.com.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For Cipla Limited

Rajendra Chopra
Company Secretary
Encl: as above

Prepared by: Siddharth Jain

**SECRETARIAL COMPLIANCE REPORT OF CIPLA LIMITED FOR THE FINANCIAL YEAR ENDED
MARCH 31, 2020**

**To,
Cipla Limited**

We, BNP & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by Cipla Limited (**"the listed entity"**),
- (b) the filings / submissions made by the listed entity to the Stock Exchanges,
- (c) website of the Company,
- (d) any other documents / filings, 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:
 - i) the Securities and Exchange Board of India Act, 1992 (**"SEBI Act"**) and the Regulations, circulars, guidelines issued thereunder; 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:-

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
- c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
- e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

and circulars/ guidelines issued thereunder;

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



- (a) The Company 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
	Nil	-	-

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) The following are the details of actions taken against the company/ 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.
	NIL			

- (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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	Not Applicable			



- (e) The listed entity has complied with the provisions of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019, in terms of points 6(A) and 6(B) of the said circular and has suitably modified the terms of appointment of its statutory auditors.

Date: 27th July, 2020
Place: Mumbai

For BNP & Associates
Company Secretaries
[Firm Registration. No. P2014MH037400]



A handwritten signature in blue ink, appearing to read "Avinash Bagul". The signature is written over a horizontal line.

Avinash Bagul
Partner

FCS No: 5578 / COP No: 19862
UDIN: F005578B00051151