# MPIL CORPORATION LIMITED

**Registered Office:** Udyog Bhavan, 2nd Floor, 29 Walchand Hirachand Marg, Ballard Estate, Mumbai - 400001 Tel/Fax: +91-22-22622697
**Corporate Office:** 2nd Floor, 8 Hamilton House, J. N. Heredia Marg, Ballard Estate, Mumbai - 400001 I Tel: +91-22-22076787
**Email:** mpil@mpilcorporation.com I **Website:** www.mpilcorporation.com I **CIN:** L74299MH1959PLC163775

May 29, 2023

The Secretary,
Bombay Stock Exchange Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

**Scrip Code:500450**

Dear Sir,

Sub: **Submission of Annual Secretarial Compliance Report for the year ended March 31, 2023**

In compliance of Regulation 24A of SEBI (LODR) Regulations, 2015, Company has appointed M/s Ragini Chokshi & Co, Practising Company Secretary as the Secretarial Auditor of the Company for the Financial year ended March 31, 2023. They have carried out the Secretarial Audit and submitted the Secretarial Audit Compliance Report.

We are enclosing the copy of the same for your records

Yours Truly
For **MPIL CORPORATION LIMITED**

MILAN BHUPENDRA DALAL
Digitally signed by MILAN BHUPENDRA DALAL
Date: 2023.05.29 10:32:12 +05'30'

**Milan Dalal**
**Chairman**
**DIN: 00062453**

Ragini Chokshi & Co.
Tel. : 022-2283 1120
022-2283 1134

[redacted]

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and as amended from time to time; **(Not Applicable to the Company during the Audit Period)**

(g) Securities and Exchange Board of India (Issue and Listing of Non—Convertible Securities) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and as amended from time to time;

(i) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018 **(To the extent applicable)**;

and circulars/ guidelines issued thereunder.

We 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:**<br><br>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable. | Yes | |
| 2 | **Adoption and timely updation of the Policies:**<br><br>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities<br><br>• All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI | Yes | - |
| 3 | **Maintenance and disclosures on Website:**<br><br>• The Listed entity is maintaining a functional website<br><br>• Timely dissemination of the documents/ information under a separate section on the website<br><br>• 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 | Yes | - |

RAGINI CHOKSHI & CO. Company Secretaries C.P. No. 9031 MUMBAI

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| 4 | **Disqualification of Director:**<br><br>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 | Yes | - |
| 5 | **Details related to Subsidiaries of listed entities have been examined w.r.t:**<br><br>(a) Identification of material subsidiary companies<br>(b) Disclosure requirements of material as well as other subsidiaries | Yes | - |
| 6 | **Preservation of Documents:**<br><br>The listed entity is preserving and | Yes | - |

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|---|---|---|---|
| 10 | **Prohibition of Insider Trading:**<br><br>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015 | Yes | - |
| 11 | **Actions taken by SEBI or Stock Exchange(s), if any:**<br><br>No Action (s) has been 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 | No action was taken |
| 12 | **Additional Non-compliances, if any:**<br><br>No any additional non-compliance observed for all SEBI regulation/circular/ guidance note etc. | Yes | - |

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 8th 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 45days 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 | Not applicable during the period under review |
| | ii. If the auditor has resigned after 45days 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 | Not applicable during the period under review |
| | 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 | Not applicable during the period under review |
| 2 | **Other conditions relating to resignation of statutory auditor** | | |

Company Secretaries C.P. No. 9031 MUMBAI

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| | i. Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee:<br>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 receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.<br>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.<br>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. | NA | Not applicable during the period under review |
| | ii. Disclaimer in case of non-receipt of information:<br>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. | NA | Not applicable during the period under review |
| 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/ | NA | Not applicable during the period under review |

Company Secretaries C.P. No. 9031 MUMBAI

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| | CFD/CMD1/114/2019 dated 18th October 2019. | | |

(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 | Regulation/ Circular | Deviations | Action | Type | Details of violation | Fine A | Observations/Remarks of The | Management response | Rema |
|---|---|---|---|---|---|---|---|---|---|---|

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| | to the Stock Exchange about the Board Meeting where the following proposal was due to be considered: Declaration / recommendation of dividend; | (LODR) REG, 2015 | prior intimation on regarding the Board meeting dated 17th May, 2022 for the purpose of recommendation of divided | | | meeting held on 17th May, 2022 for the purpose of recommendation of dividend not found | | meeting held on 17th May, 2022 for the purpose of recommendation of dividend not found | | |

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 | Deviations | Action taken by | Type of action | Details of violation | Fine Amount | Observations/Remarks of The Practicing Company Secretary | Management response | Remarks |
|---|---|---|---|---|---|---|---|---|---|---|
| There are no such matters during the year under review. | | | | | | | | | | |

Date: 18/05/2023
Place: Mumbai

FOR RAGINI CHOKSHI & CO.
(Company Secretaries)
Firm Registration No: 92897

RAGINI CHOKSHI & CO. Company Secretaries C.P. No. 9031 MUMBAI

Makarand Patwardhan
(PARTNER)
CP No: 9031
ACS No:11872
Peer Review No. 659/2020

UDIN: A011872E000332203