



# BIOFIL CHEMICALS & PHARMACEUTICALS LTD.

**Regd. Office :** 11/12, Sector-E, Sanwer Road, Industrial Area, Indore - 452 015. Fax : 0731-2723017  
Tel. : 0731-2723016, 4066216 E-mail : biofilchemicals@yahoo.com / bcplcompliance@gmail.com  
**Factory :** Plot No. 8, Sector - IV, Kheda Industrial Area, Pithampur Distt. Dhar (M.P.)

**Admn. Office :** B-12/B, Industrial Estate, Pologround, Indore - 452 015 (M.P.)  
Tel. : 0731-2426700, 2426718, 2524003, Fax : 0731-2426726 ● **CIN : L24233MP1985PLC002709**

Date: 26<sup>th</sup> May 2022

<b>To,</b> <b>The Company Secretary,</b> <b>Corporate Compliance Department,</b> <b>The National Stock Exchange of India</b> <b>Limited,</b> <b>Bandra Kurla Complex, Mumbai</b>	<b>To,</b> <b>The Company Secretary,</b> <b>Corporate Compliance Department,</b> <b>BSE Limited,</b> <b>Dalal Street, P.J. Tower, Mumbai</b>
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**Subject:** - Submission of Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March 2022.

**Ref:** BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED (BSE Scripe Code: 524396;  
NSE Symbol: BIOFILCHEM; ISIN: INE829A01014)

Dear Sir/Ma'am,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and with reference to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019; we are hereby submitting Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2022.

Further, Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2022 shall also be submitted in XBRL mode as introduced by the Stock Exchange

You are requested to take the same into your records.

Thanking You,

Yours faithfully,

FOR BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED

  
**Shikha Khilwani**  
Company Secretary & Compliance Officer



Encl: a/a



## L N JOSHI & CO.

**PRACTISING COMPANY SECRETARY**

122, Krishna Business Centre, 11, P.U. 4, Next to Medanta Hospital,  
Rasoma Square, Indore - 452010 (M.P.) | Ph.: (0731) 4266708, 4959087  
To,  
The Board of Directors,  
**BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED**  
CIN: L24233MP1985PLC002709

**Registered Office:**

11/12, Sector E, Sanwer Road,  
Indore (M.P.) 452015

**Sub: Annual Secretarial Compliance Report for the Financial Year 2021-22 under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sirs,

I have been engaged by **BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED** (hereinafter referred to as the 'Company') [CIN: L24233MP1985PLC002709] whose equity shares are listed on National Stock Exchange of India Limited and BSE Limited, to conduct an audit in terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the Management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

My responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

My audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

Place: Indore

Date: 19<sup>th</sup> May, 2022

For L.N. Joshi & Company  
Company Secretaries

L.N. Joshi  
Proprietor

FCS: 5201, C P No: 4216



**L N Joshi**

M. Com., LL.B. (Hons), FCS  
Insolvency Professional

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## L N JOSHI & CO.

PRACTISING COMPANY SECRETARY

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ANNUAL SECRETARIAL COMPLIANCE REPORT  
OF  
BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED  
FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, L.N. Joshi, proprietor of M/s L N Joshi and Co., practicing Company Secretaries have examined:

- all the documents and records made available to me and explanation provided by **BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity i.e. [www.biofilgroup.net](http://www.biofilgroup.net)
- 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, 2022 (Review period) in respect of compliance with the provisions of:

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[Not Applicable as there was no reportable event during the financial year under review];**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **[Not Applicable as there was no reportable event during the financial year under review];**

L.N. Joshi

- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **[Not Applicable as there was no reportable event during the financial year under review];**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not Applicable as there was no reportable event during the financial year under review]**
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **[Not Applicable as there was no reportable event during the financial year under review]**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued there under; and based on the above examination, I hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, 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
1.	SEBI/HO/ISD/ISD/CIR/P/2020/168 Listed company shall provide the information including PAN number of Promoter(s) including member(s) of the promoter group, designated person(s) and director(s) (hereinafter collectively referred to as entities) as per PIT Regulations to the designated depository (selected in terms of SEBI circular ref. no. SEBI/HO/CFD/DCR1/CIR/P/2018/85 dated May 28, 2018) in the Format and manner prescribed by the Depositories.	Inadvertent Delay in providing information to designated depository as per SEBI Circular dated 09 <sup>th</sup> September, 2020 on System Driven Disclosures (SDD).	During the period under review details of designated person not updated with designated depository in prescribed time limit. However same has been updated after 50 days.

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors 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 there under:

*Y.N. Joshi*



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
-	-	-	-	-

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

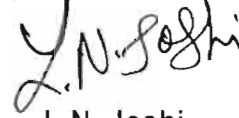
S. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The Board of Directors of Top 2000 listed entities shall comprise of not less than six directors with effect from 1 <sup>st</sup> April, 2020. Accordingly as per Regulation 17(1) (c) the Company was not having composition of Board with minimum six directors from April 01, 2020 to August 24, 2020.	For the year ended 31 <sup>st</sup> March, 2021.	Due to COVID 19 the Board could not meet and it was delay in receipt of KYC documents, hence Board could not appoint required directors. However Board of Directors have appointed requisite directors to comply the composition as required under Regulation 17(1)(c) with some delay.	Board of Directors in their meeting held on 12 <sup>th</sup> August, 2021 appointed two more directors to comply the requirements of Regulation 17(1) (c) of SEBI (LODR) 2015. Further on waiver application made by the company the fine amount was waived by the National Stock Exchange of India Limited vide their letter dated 13 <sup>th</sup> October, 2021.
2.	The Company has not submitted information regarding issue of the duplicate certificates in one of case to the Stock Exchanges within two days of its getting information under Regulation 39 of SEBI (LODR), 2015.	For the year ended 31 <sup>st</sup> March, 2021.	The company has submitted the same to the stock exchanges with some delay	Information submitted to the exchange after prescribed time limit.



There was no event of appointment/re-appointment/resignation of Statutory Auditor of the listed entity during the period under review. Further, in terms of SEBI circular no CIR/CFD/CMD1/114/2019 dated October 18, 2019, the listed entity has suitably modified the terms of appointment of the auditor to give effect to clause 6(A) and 6(B) of the circular in respect of appointment of Auditor, to the extent applicable.

Place: Indore  
Date: 19<sup>th</sup> May, 2022

For L.N. Joshi & Company  
Company Secretaries



L.N. Joshi  
Proprietor



FCS: 5201, C P No: 4216  
UDIN : F005201D000349701  
Peer Review No. 1722/2022