



**N J BHATIA**  
**COMPANY SECRETARY**

B-1801, Arihant Enclave, Parsi Panchayat Road, Off old Nagardas Road, Adheri East, Mumabi - 400 069  
Cell : 9870002130 ✉ Email : njbhatia21@gmail.com

## **SECRETARIAL COMPLIANCE REPORT**

### **OF LUPIN LIMITED FOR THE YEAR ENDED MARCH 31, 2025**

I, Neena J. Bhatia, Company Secretary in practice have examined:

- a.** all documents and records made available to me and explanations provided by Lupin Limited ("the listed entity/Company");
- b.** filings/submissions made by the listed entity to the Stock Exchanges;
- c.** website of the listed entity; and
- d.** any other documents/filing, as may be relevant, which has been relied upon to make this certification.

for the year ended March 31, 2025 ('Review Period') in respect of compliance with the provisions of: -

- a.** the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and Regulations, circulars, guidelines issued thereunder; and
- b.** the Securities Contracts (Regulation) Act, 1956 ('SCRA'), Rules made thereunder and Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ('SEBI').

The specific Regulations, whose provisions and circulars/guidelines issued thereunder, have been examined, including: -

- a.** SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b.** SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c.** SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d.** SEBI (Prohibition of Insider Trading) Regulations, 2015;
- e.** SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f.** SEBI (Depositories and Participants) Regulations, 2018;
- g.** SEBI (Investor Protection and Education Fund) Regulations, 2009;

**h. SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.**

and circulars/ guidelines issued thereunder;

And based on the above examination, we hereby report that, during the Review Period:

- a) Lupin Limited has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

S r. N o.	Compli ance Require ment (Regula tions/ circular s/guid elines includin g specific clause)	Regul ation/ Circul ar No	Devi ation s	Action Taken by	Type of Actio n	Detail s of Violat ion	Fine Amo unt	Obse rvati ons/ Rema rks of the Practi cing Com pany Secre tary	Mana geme nt Resp onse	Rema rks
Not applicable										

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

S r. N o.	Observations/ Remarks 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)	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
Not Applicable						

I hereby report that, during the Review Period the compliance status of the listed entity with the following requirements:

Sr. no.	Particulars	Compliance status (Yes/No/NA)	Observations/ Remarks by PCS*
1	<u>Secretarial Standards:</u>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	
2	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the Company.</li> <li>• All policies are in conformity with SEBI Regulations and have been reviewed and updated on time as per the regulations/circulars/ guidelines issued by SEBI.</li> </ul>	Yes	
3	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> <li>• The Company maintains a functional website.</li> <li>• Timely dissemination of 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	

4	<p><u>Disqualification of Director:</u></p> <p>None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the Company.</p>	Yes	
5	<p><u>Details related to Subsidiaries of the Company have been examined w.r.t.:</u></p> <p>(a) Identification of material subsidiaries;</p> <p>(b) Disclosure requirements of material as well as other subsidiaries.</p>	Yes	
6	<p><u>Preservation of Documents:</u></p> <p>The Company 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.</p>	Yes	
7	<p><u>Performance Evaluation:</u></p> <p>The Company has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	Yes	
8	<p><u>Related Party Transactions:</u></p> <p>a) The Company has obtained prior approval of the Audit Committee for all Related party transactions;</p> <p>b) In case no prior approval obtained, the listed entity shall provide detailed</p>	<p>Yes</p> <p>NA</p>	<p>The Company has obtained prior approval of the</p>

	reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.		Audit Committee for all Related party transactions.
9	<u>Disclosure of events or information:</u>  The Company 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	<u>Prohibition of Insider Trading:</u>  The Company is in compliance with Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u>  No action(s) has/have been taken against the Company/ 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 <del>except as provided under separate paragraph herein (**).</del>	Yes	
12	Resignation of statutory auditors from the listed entity or its material subsidiaries:  In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed	NA	During the Review Period, there was no resignation of statutory auditor from the listed entity or any of its material subsidiaries.

	entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.		
13	<u>Additional Non-compliances, if any:</u>  No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

Further, in accordance with Para No. 11 of SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, the Company has duly complied with the requirements pertaining to the disclosure of employee benefit scheme documents as mandated under Regulation 46(2)(za) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### Assumptions & Limitation of Scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to certify based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

NEENA  
JAMNADA  
S BHATIA

**Neena J Bhatia**

**(Company Secretary)**

FCS No: 9492

CP. No.: 2661

Place: Mumbai,

Date: May 14, 2025

UDIN: F009492G000334951

Peer reviewed no: 1012/2020

Digitally signed by NEENA JAMNADA S BHATIA  
DN: cn=NEENA JAMNADA S BHATIA, email=neena.jamnadasshatia@gmail.com, o=NEENA JAMNADA S BHATIA, ou=Personal, serial=1236,  
c=IN  
[Signature] 2025.05.14 10:59:26 +05'30'