



Mangalore Chemicals
& Fertilizers Limited

722/LODR24(A)/2020

May 28, 2020

National Stock Exchange of
India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
MUMBAI - 400 051

BSE Limited,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI - 400 001

Dear Sir/Madam,

Company's Scrip Code in BSE : 530011 MANGCHEM
Company's Symbol in NSE : MANGCHEFER
ISIN : INE558B01017

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

Please find enclosed the Secretarial Compliance Report for the year ended March 31, 2020 issued by the Practicing Company Secretary, Mr. S Kedarnath pursuant to Regulation 24A of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully,

For Mangalore Chemicals & Fertilizers Limited

Vijayamahantesh Khannur
Company Secretary

Encl: As above



S. KEDARNATH

B.Sc.,LLB,FCS,CAIIB(I)

Company Secretary

SECRETARIAL COMPLIANCE REPORT

**OF MANGALORE CHEMICALS AND FERTILISERS LIMITED FOR THE YEAR ENDED
MARCH 31, 2020**

I, S. Kedarnath, Company Secretary (CP- 4422) have examined:

I. All documents and records made available to us and explanations provided by M/s Mangalore Chemicals and Fertilizers Limited (CINL24123KA1966PLC002036) ("the listed entity"),

(a) the filings/ submissions made by the listed entity to the stock exchanges,

(b) website of the listed entity,

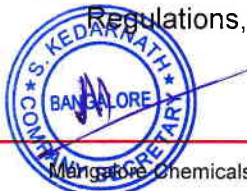
(c) any other document/filing, as may be relevant, which has been relied upon to make this certification-

- for the year ended 31st March, 2020 in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEB I Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) 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");

II. The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;



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S. KEDARNATH & ASSOCIATES

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

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

1. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2006;
2. The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2015 as amended till date;

Based on the above examination, I hereby report that, during the Review Period:

(a) As may be applicable during the financial year, 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 (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
01.		None	

(b) The listed entity has maintained proper records under the applicable provisions of the above Regulations and circulars/guidelines issued thereunder in so far 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/ 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 there under:

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.
01.			None	



(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 (2019-20)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
01.			None	



S. Kedarnath
FCS No. 3031
CP No. 4422



S. KEDARNATH
B.Sc., LL.B., FCS, CAIB (I)
Company Secretary
C.P. No. 4422

Place: Bangalore
Date: 28th May, 2020
UDIN: F003031B000292529