



To,

Date: 25/06/2021

National Stock Exchange of India Limited, Listing Department Exchange Plaza, C-1, Block G BandraKurla Complex, Bandra (E) Mumbai – 400051 Symbol: MCL

Dear Sir/Ma'am,

Sub: Compliance under Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019, we enclose herewith the Secretarial Compliance Report for the year ended March 31, 2021, issued by M/s. Kashyap Shah & Company., Company Secretaries.

This is for your information, records and meeting the compliance requirements as per Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours Faithfully, For Madhav Copper Limited

Swati Kathrotiya

Company Secretary & Compliance Officer

Encl: As Above



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Secretarial compliance report of

Madhav Copper Limited for the year ended on 31st March, 2021

We have examined:

(a) all the documents and records made available to us and explanation provided by Madhav Copper Limited, CIN-L27201GJ2012PLC072719 ("the listed entity"),

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

(c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended on 31st March, 2021 ("Review Period") in respect of compliance with the provisions of :

(a)the Securities and Exchange Board of India Act, 1992 ("SEBI 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");

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;

(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;



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

(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 | Regulation Name/ SEBI Circular No. | Compliance Requirement (Regulations/ circulars / guidelines including specific clause) | Deviations | Observations Remarks of the Practicing Company Secretary |
|-----------|--|--|------------|--|
| | | NONE | | |

- (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 my/our 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 thereunder:-

| | Details of violations | taken eg. Fines/ | Observations/ remarks of Practising Company Secretary, if any. |
|--|-----------------------|------------------|--|
| | | NONE | |

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

| Sr.No | Observations of Practising Company Secretary in previous reports | Observations made in Secretarial Compliance Report for the year ended 31.03.2020 | Action taken by listed entity, if any | Comments of Practising Company Secretary on the action taken by listed entity. |
|-------|---|--|---|--|
|-------|---|--|---|--|

For Kashyap Shah & Co. Practising Company Secretaries

(Kashyap Shah) Proprietor

FCS No. 7662; CP No. 6672 UDIN: F007662C000516500 S BARODA CO CP No 6672 CO FUS 7512 S

Place: Vadodara Date: 25.06.2021