

**Ref: MHL/Sec&Legal/2020-21/110**

**Date: June 25, 2020**

To,  
**Head, Listing Compliance Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai - 400 001.

**Head Listing Compliance Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1. G Block,  
Bandra -Kurla Complex, Bandra (East),  
Mumbai- 400051.

**Scrip Code: 542650**

**Scrip Symbol: METROPOLIS**

**Sub: Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2020**

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2020, issued by M/s. Manish Ghia & Associates, Practicing Company Secretaries.

You are requested to kindly take the above information on record

Thanking you,  
Yours sincerely,

**For Metropolis Healthcare Limited**

Poonam Tanwani  
**Company Secretary & Compliance Officer**  
ACS 19182

**Encl: a/a**

**BLOOD TESTS • DIAGNOSTICS • WELLNESS**

**METROPOLIS**  
The Pathology Specialist

**Metropolis Healthcare Limited**

**Registered & Corporate Office:** 250 D, Udyog Bhavan, Hind Cycle Marg, Worli, Mumbai - 400 030.  
**CIN:** L73100MH2000PLC192798 **Tel No.:** 8422 801 801 **Email:** [support@metropolisindia.com](mailto:support@metropolisindia.com)  
**Website:** [www.metropolisindia.com](http://www.metropolisindia.com)  
**Global Reference Laboratory:** 4th Floor, Commercial Building-1A, Kohinoor Mall, Vidyavihar (W), Mumbai - 400 070.

## **Secretarial Compliance Report**

### **of Metropolis Healthcare Limited for the year ended 31<sup>st</sup> March 2020**

[pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019]

To,  
The Members,  
**Metropolis Healthcare Limited**  
Mumbai

We **Manish Ghia & Associates, Company Secretaries** have examined:

- (a) all the documents and records made available to us and explanation provided by **Metropolis Healthcare Limited** having Corporate Identification Number L73100MH2000PLC192798 and whose equity shares are listed at BSE Limited and National Stock Exchange of India Limited with Scrip Code/Symbol of "542650" and "METROPOLIS" respectively ("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 31<sup>st</sup> March 2020 ("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 (LODR);
- (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 (*Not applicable to the company during the review period*);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (*Not applicable to the company during the review period*);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/guidelines issued thereunder; and based on the above examination, 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;
- (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 our examination of those records;
- (c) no action have been 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; and



- (d) there has been no observations in the previous report accordingly the requirement relating to "observations in the previous reports requiring follow-up actions by the listed entity" are not applicable.

**Place : Mumbai**  
**Date: May 29, 2020**  
**UDIN: F006252B000297224**

For **Manish Ghia & Associates**  
**Company Secretaries**



**Manish L. Ghia**  
**Partner**  
**M. No. FCS 6252 C.P. No. 3531**

**NOTE:**

On account severe restrictions imposed by the Government Authorities on opening of offices, travel and movement (hereinafter "Lockdown") due to Covid19 pandemic (which commenced during the last week of March'2020 and continued till May'2020), we for the purpose of completion of our audit had to rely on documents and papers provided in electronic form through email/other virtual means for verification of compliances.