

May 30, 2024

To

BSE Limited  
P J Towers,  
Dalal Street,  
Fort Mumbai-400001  
**Scrip Code: 524743**

Dear Sir/ Madam,

**Sub: Annual Secretarial Compliance Report pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015**

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular No.CIR/CFD/CMD 1/27/2019 dated February 08, 2019, please find the enclosed the Annual Secretarial Compliance Report of the Company, dated 17.05.2024, for the year ended 31 March, 2024 issued by M/s. Nuren Lodaya and Associates, Practising Company Secretary.

Please take on record.

Thanking You,  
Yours Truly,

For **FISCHER MEDICAL VENTURES LIMITED**

(Formerly known as Fischer Chemic Limited)



**RAVINDRAN GOVINDAN**

**CHAIRMAN & MANAGING DIRECTOR**





**NUREN LODAYA & ASSOCIATES**  
COMPANY SECRETARY  
(Peer Reviewed Firm)

Phone Number: 7021113226  
Email: csnuren@gmail.com

Registered Address: B 403, Pranav Commercial Plaza,  
MG Road, Mulund West, Mumbai 400080

**SECRETARIAL COMPLIANCE REPORT OF FISCHER MEDICAL VENTURES LIMITED  
[FORMERLY KNOWN AS FISCHER CHEMIC LIMITED] FOR THE YEAR ENDED 31.03.2024**

I Nuren Lodaya Practising Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided Fischer Medical Ventures Limited [Formerly Known as Fischer Chemic Limited] (“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 2024 (“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) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) as amended;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable to the Company during the review period;
- (c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended;
- (d) SEBI (Buyback of Securities) Regulations, 2018; Not Applicable to the Company during the review period;
- (e) SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable to the Company during the review period;**
- (f) SEBI (Prohibition of Insider Trading)) Regulations, 2015 as amended;
- (g) SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable to the Company during the review period;**
- (h) SEBI (Depositories and Participants) Regulations, 2018;
- (i) SEBI (Debenture Trustee) Regulations, 1993; **Not Applicable to the Company during the review period;**
- (j) Framework for listing of Commercial Paper, issued by SEBI vide Circular SEBI/HO/DDHS/CIR/P/2019/115 dated 22nd October, 2019; and
- (k) circulars/ guidelines issued thereunder; and based on the above examination, we hereby report that, during the review period:

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

- a) The listed entity has maintained proper records under the provisions of the above Regulations and Circulars/ Guidelines issued thereunder in so far as it appears from my/our examination of those records.



(b) 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
1	Regulation 31A 8 (c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	(8) The following events shall deemed to be material events and shall be disclosed by the listed entity to the stock exchanges as soon as reasonably possible and not later than twenty four hours from the occurrence of the event: (a) receipt of request for re-classification by the listed entity from the promoter(s) seeking re-classification; (b) minutes of the board meeting considering such request which would include the views of the board on the request; (c) submission of application for re-classification of status as promoter/public by the listed entity to the stock exchanges; (d) decision of the stock exchanges on such application as communicated to the listed entity;	It has been observed that the Company had submitted the application with the exchange on May 11, 2023 however the disclosure regarding the same has been submitted on May 25, 2023

Note – The Company is under Process of filing Form FC-GPR the due date for which was 25.01.2024.

(c) 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... (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
Nil	Nil	Nil	Nil	Nil

(d) In terms of the NSE Circular Ref No: NSE/CML/2023/30 dated 10th April, 2023 and the BSE Circular No: 20230410-41 dated 10th April, 2023, and amendments therein, our affirmations, is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/ No /NA)	Observations / Remarks by PCS
1.	<b>Secretarial Standard</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
2.	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI.	Yes	None



3.	Maintenance and disclosures on the Website: <ul style="list-style-type: none"><li>• The Listed entity is maintaining a functional website.</li><li>• Timely dissemination of the 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	None
4.	Disqualification of Director: None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	Yes	None
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure Requirements of material as well as other subsidiaries.	Yes	None
6.	Preservation of Documents: The listed entity 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.	Yes	None
7.	Performance Evaluation: The listed entity has conducted performance evaluations of the Board, Independent Directors, and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	None
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of the Audit Committee for all Related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	NA	No RPT during the FY 2023-2024
9.	Disclosure of events or information: The listed entity 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	None
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ 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 except as provided under separate paragraph herein (**).	Yes	None
12.	No additional non-compliance was observed for any SEBI regulation/circulars/guidance note etc.	Yes	None

**(e) 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**

**NUREN LODAYA & ASSOCIATES**

COMPANY SECRETARY

(Peer Reviewed Firm)

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MG Road, Mulund West, Mumbai 400080

issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

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.
1	BSE Limited	Late Submission	SOP-Reg-13(3) Sep-2022	The SOP fine has been paid
2	BSE Limited	Late Submission	SOP-Reg-31 Sep-2022	The SOP fine has been paid
3	BSE Limited	Late Submission	SOP-Reg-33 Dec-2013	The SOP fine has been paid
4	BSE Limited	Late Submission	SOP-Reg-33 Mar-2014	The SOP fine has been paid
5	BSE Limited	Late Submission	SOP-Reg-33 Sep-2022	The SOP fine has been paid
6	BSE Limited	Late Submission	SOP-Reg-34 F.Y. Mar-2015	The SOP fine has been paid
7	BSE Limited	Late Appointment	SOP-Reg-6(1) Dec-18	The SOP fine has been paid

For Nuren Lodaya and Associates



Nuren Lodaya  
Membership No. A60128  
COP No. 24248  
PR No. 5666/2024  
Date: 17.05.2024  
Place: Mumbai  
UDIN: A060128F000394561



**NUREN LODAYA & ASSOCIATES**

COMPANY SECRETARY

(Peer Reviewed Firm)

Phone Number: 702113226

Email: csnuren@gmail.com

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**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. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We 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.

For Nuren Lodaya and Associates



Nuren Lodaya

Membership No. A60128

COP No. 24248

PR No. 5666/2024

Date: 17.05.2024

Place: Mumbai

UDIN: A060128F000394561