



# CUPID LIMITED

Manufacturer & Exporter of Male Condoms, Female Condoms,  
Water based Lubricants & In Vitro Diagnostics (IVD) Kits

*We Help The World Play Safe*

Date: - 8<sup>th</sup> May, 2024

To,

Department of Corporate Services,

BSE LIMITED,

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai – 400 001

SCRIP CODE: 530843

The National Stock Exchange of India Ltd.

Exchange Plaza, 5<sup>th</sup> Floor, Bandra-Kurla

Complex, Bandra (East),

Mumbai - 400051

Fax No. – 6641 8125 / 26

SCRIP CODE: CUPID

**Subject: - Annual Secretarial Compliance Report for year ended 31<sup>st</sup> March, 2024**

Dear Sir / Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2024.

We request you to take the above information on record.

For Cupid Limited

Saurabh V. Karmase

Company Secretary & Compliance Officer



**Factory & Registered Office:**

**CIN No.: L25193MH1993PLC070846**



A-68, M.I.D.C. (Malegaon), Sinnar,  
Nashik - 422113, Maharashtra, India



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**SHAILESH KACHALIA**  
**Company Secretaries**

Om Sri Co-op Hsg. Society Ltd, 'A' Wing, Flat No. 7, 1<sup>st</sup> Floor,  
Near Shanti Ashram, Borivali (West), Mumbai – 400 103.

Mobile No.: 98925 34153

Email: shaileshmay@gmail.com

Date: 8<sup>th</sup> May, 2024

To,  
The Board of Directors,  
Cupid Limited,  
A-68, M.I.D.C. (Malegaon),  
Sinnar, Nashik – 422113.

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF CUPID LIMITED FOR THE YEAR**  
**ENDED 31<sup>ST</sup> MARCH, 2024**

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Cupid Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at A-68, M.I.D.C. (Malegaon), Sinnar, Nashik – 422113. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and to provide my observations thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on 31<sup>st</sup> March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I, Mr. Shailesh Kachalia, Practicing Company Secretary have examined:

- (a) All the documents and records made available to me and explanation provided by Cupid 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 report,

For the financial 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) 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: Not applicable for period under review.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: Not applicable for period under review.
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021: Not applicable for period under review.
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (j) All other regulations as applicable and circulars / guidelines issued thereunder;

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

I. The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder except *regulation 295(1) of Chapter XI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 regarding implementation of bonus issue within*

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two months from the date of the meeting of its board of directors wherein the decision to announce the bonus issue was taken subject to shareholders' approval.

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019: There has been no resignation of the Statutory Auditors in the FY 2023-24.

III. I hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes / No / NA)	Observations / Remarks by PCS
1	<b>Secretarial Standards:</b> 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	Nil
2	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations / circulars / guidelines issued by SEBI.</li> </ul>	Yes	Nil
3	<b>Maintenance and disclosures on Website:</b> <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</li> </ul>		





	<p>website.</p> <ul style="list-style-type: none"> <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	Nil
4	<p><b>Disqualification of Director:</b></p> <p>None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	Nil
5	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Disclosure requirement of material as well as other subsidiaries.</p>	NA	The company does not have any material as well as other subsidiaries.
6	<p><b>Preservation of Documents:</b></p> <p>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.</p>	Yes	Nil
7	<p><b>Performance Evaluation:</b></p> <p>The listed entity 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	Nil





8	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of 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.	Not Applicable	The company has not entered in to any related party transactions during the period under review pursuant to the provision of SEBI (LODR) Regulations, 2015 except payment of remuneration to KMP's and sitting fees and profit related commission to NED's for which approval of Nomination and remuneration committee, board and shareholders is taken as and when applicable.
9	<b>Disclosure of events or information:</b> 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	Nil
10	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	I hereby confirm that the Company was required to capture Sixteen (16) events during the financial year ended 31 <sup>st</sup> March, 2024 and it has accordingly captured the said required events.
11	<b>Actions taken by SEBI or Stock</b>		





	<b>Exchange(s), if any:</b> Fine of Rs. 7,80,000 plus applicable taxes imposed by BSE and NSE respectively under the Standard Operating Procedures issued by SEBI for non-compliance of regulation 295(1) of Chapter XI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as mentioned in point no. I above.	No	The company was supposed to implement the bonus issue of shares by 22 <sup>nd</sup> March, 2024 but the same was completed on 30 <sup>th</sup> April, 2024 and the payment of prescribed fine was also made in April, 2024.
12	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI Regulation / circular / guidance note etc.	NA	No additional non-compliances has been observed during the period under review.

#### 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 report based upon our 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.

Place: Mumbai

Date: 8<sup>th</sup> May, 2024



*Shailesh Kachalia*

Shailesh Kachalia

Company Secretaries

FCS F1391

CP 3888

Peer Review Cert. No.: 628/2019

UDIN: F001391F000335208