



Neelam Binjwa

Practicing company secretary

348, Jawahar Marg, Indore, (M. P.) 452001

Phone No. 9669843346, 8319856387

COMPLIANCE CERTIFICATE

**[Pursuant to Regulation 13 of the Securities Exchange Board of India
(Share Based Employee Benefits and Sweat Equity) Regulations, 2021]**

To,
The Members,
MOHINI HEALTH & HYGIENE LIMITED
Plot No 109, Sector 3 Industrial Area,
Pithampur Dhar Madhya Pradesh 454774 India

I Neelam Binjwa, Company Secretary in practice, have been appointed as the Secretarial Auditor vide a resolution passed at its meeting held on 26th August, 2021 by the Board of Directors of MOHINI HEALTH & HYGIENE LIMITED (hereinafter referred to as 'the Company'), having CIN L17300MP2009PLC022058 and having its registered office at Plot No 109, Sector 3 Industrial Area, Pithampur Dhar Madhya Pradesh 454774 India. This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations"), for the year ended 31st March, 2022.

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme including designing, maintaining records and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Verification:

The Company has implemented "MOHINI EMPLOYEE STOCK PURCHASE SCHEME 2020" (hereinafter referred to as 'the Scheme') in accordance with the applicable provisions of the Companies Act, 2013 and SEBI (Share Based Employee Benefits) Regulations, 2014 ("SBEB Regulations") which subsequently replaced by the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("collectively referred as Regulations") and the Special Resolution passed by the members of the Company at the 11th Annual General Meeting of the Company held on 29th September, 2020.

For the purpose of verifying the compliance of the Regulations, I have examined the Scheme, Resolutions passed at the meeting of the Board of Directors/ Nomination and Remuneration Committee, Shareholders resolutions passed at the 11th Annual General Meeting, Shareholders resolution passed at 11th Annual General Meeting w.r.t approval for implementing the scheme(s) through a trust(s); Trust Deed; Disclosure by the Board of Directors; Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder; and the explanations provided by the Company.





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Certification:

In my opinion and to the best of my knowledge and according to the verifications as considered necessary and explanations furnished to me by the Company and its Officers, I certify that the Company has implemented the "MOHINI EMPLOYEE STOCK PURCHASE SCHEME 2020" in accordance with applicable provisions of the Regulations and Resolution(s) passed by the Company in the 11th Annual General Meeting.

Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

Place: Indore
Date: 29/08/2022

For Neelam Binjwa
(Practicing Company Secretary)

UDIN: A039252D000891026



Neelam Binjwa
Proprietor
M. NO: A39252
C.O.P. No. 15361
P.R.C. No. 2416/2022