

APG/PLL/CS/SE/019/2020-21

Corporate Relations Department BSE Limited

1st Floor, New Trading Wing Rotunda Building, P J Towers

Dalal Street, Fort Mumbai 400 001 The Market Operations Department

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor

Plot No C/1, G Block

Bandra-Kurla Complex

Bandra (E), Mumbai 400 051

Date: July 31, 2020

Dear Madam/Sir,

Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2020.

Scrip Code: NSE: PENINLAND

BSE: 503031

In compliance with the Circular No. CIR/CFD/CMD1/27/2019 issued by the Securities and Exchange Board of India dated February 8, 2019, we are enclosing the Annual Secretarial Compliance report issued to the Company by M/s Dhrumil M. Shah & Co., Practicing Company Secretary, for the Financial Year ended March 31, 2020.

Please take the above on record.

Thanking you

Yours Sincerely,

For Peninsula Land Limited

Vidyadhar A. Apte

Company Secretary & Compliance Officer

Encl: as above

PENINSULA LAND LIMITED

1, Peninsula Spenta, Mathuradas Mills, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, India. Phone : +91 22 6622 9300

Fax : +91 22 6622 9302

Email : info@peninsula.co.in

URL : www.peninsula .co.in

CIN : L17120 MH1871PLC000005





SECRETARIAL COMPLIANCE REPORT OF PENINSULA LAND LIMITED

(For the year ended 31st March, 2020)

Ref: 338/2020-21

To,

Company Secretaries FCS 8021 CP: 8978

Board of Directors

Peninsula Land Limited

Peninsula Spenta, Mathuradas Mills Compound,
Senapati Bapat Marg,
Lower Parel, Mumbai- 400013.

I, Dhrumil M. Shah have examined:

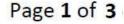
- (a) all the documents and records made available to us and explanation provided by **Peninsula Land Limited** ("the listed entity" or "the Company"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st 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;



- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: Not Applicable to the Company under review period;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018: Not Applicable to the Company under review period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits)
 Regulations, 2014: *Not Applicable to the Company under review period;*
- (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: Not Applicable to the Company under review period;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

and based on the above examination, I hereby report that, during the review period;

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued, except in respect of matters specified below:

		Observations/ Remarks	
Regulations/ circulars / guidelines		of the Practicing	
ncluding specific clause)		Company Secretary	
	cluding specific clause)	9-01	

(b) 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 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.

Sr. No.	Committee of the second	Details of violation	Details of taken <i>E.g.</i> warning debarment, et	fines, letter,	Observations / remarks of the Practicing Company Secretary, if any.			
	Not applicable							

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

Sr.	Observations of	Observations	Actions	Comments of the				
No.	the Practicing	made in the	taken by	Practicing Company				
	Company	secretarial	the listed	Secretary on the				
	Secretary in the compliance report previous reports for the year ended 31st March, 2019		the state of the s					
	Not applicable							

I further report that there was no event of appointment / re-appointment / resignation of statutory auditor of the Company during the review period. In this regard, I report that the Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Company Secretaries FCS 8021 CP: 8978

Place: Mumbai

Date: 30/7/2020

For Dhrumil M Shah & Co.

UDIN: F008021B000532303

Dhrumil M. Shah

Practising Company Secretary

FCS No. 8021 & C.P. No. 8978

PR No 400/2016