

Yogita Akshay Dhoot

Company Secretary

Secretarial compliance report of Prakash Constrowell Limited for the year ended March 31, 2019

I, Yogita Akshay Dhoot, a Practicing Company Secretary, having COP No. 18714, have examined:

- (a) all the documents and records made available to us and explanation provided by Prakash Constrowell 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 March 31, 2019 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 as there was no reportable event during the review period]*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; *[Not applicable as there was no reportable event during the review period]*
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *[Not applicable as there was no reportable event during the review period]*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *[Not applicable as there was no reportable event during the review period]*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *[Not applicable as there was no reportable event 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 as there was no reportable event during the review period]*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;


YOGITA A. DHOOT
Practising Company Secretary
C. P. 18714
M. No. A47197

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Company Secretary

and circulars/ guidelines issued thereunder; 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 thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
None			

- (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 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.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary, if any.
None				

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: *[Not applicable, as this is first review period for which report is being issued]*



YOGITA A. DHOOT
Practising Company Secretary
C. P. 18714
M. No.A47197

Date: May 29, 2019

Place: Nashik

Yogita Akshay Dhoot
Company Secretary
Membership No: A47197
COP No.: 18714