

PCL/SE/05/2019

30.05.2019

BSE Limited
P J Towers, Dalal Street
Fort, Mumbai - 400 001National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051

Symbol / Scrip Code: (BSE) 530555/(NSE) PARACABLES

Sub: Annual secretarial Compliance Report for the year ended 31st March, 2019

Dear Sir/Madam,

In terms of SEBI Circular dated 8th February, 2019 and SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Report for the year ended 31st March, 2019.

This is for your kind information & records please.

Thanking you.

For Paramount Communications Ltd.



(Tannu Sharma)
Company Secretary

NITIN GUPTA

Company Secretary in Whole-Time Practice

SECRETARIAL COMPLIANCE REPORT OF PARAMOUNT COMMUNICATIONS LIMITED FOR THE YEAR ENDED 31ST MARCH, 2019

I, Nitin Gupta, a Practising Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by **Paramount Communications 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 31st March, 2019 ("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
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - Not Applicable
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not Applicable
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - Not Applicable
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

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



NITIN GUPTA

Company Secretary in Whole-Time Practice

- (a) 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 Practicing Company Secretary, if any.
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/our examination of those records.
- (c) The listed entity has taken the following actions to comply with the observations made in previous reports: Not applicable

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not applicable				

Place: New Delhi
Date: 29th May, 2019



Nitin Gupta
ACS No.: A35299
C P No.: 14087