

Ref No: PSPPROJECT/SE/12/22-23

May 21, 2022

Corporate Relations Department
BSE Limited
Floor 25, P.J. Towers,
Dalal Street, Mumbai- 400 001
Scrip code: 540544

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Scrip Symbol: PSPPROJECT

Dear Sir/Madam,

Subject: Annual Secretarial Compliance Report for the year ended March 31, 2022

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended March 31, 2022 issued by Chirag Shah and Associates, Practising Company Secretaries, Ahmedabad.

Kindly take the same on your record.

Thanking You,

For PSP Projects Limited



Kenan Patel

Company Secretary & Compliance Officer



Encl: As above



CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213, Ganesh Glory, Nr. Jagatpur Crossing,
Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : chi118_min@yahoo.com

ANNUAL SECRETARIAL COMPLIANCE REPORT OF PSP PROJECTS LIMITED

(CIN: L45201GJ2008PLC054868) FOR THE YEAR ENDED 31ST MARCH, 2022

To,

PSP PROJECTS LIMITED

"PSP House", Opp. Celesta Courtyard,

Opp. lane of Vikram Nagar Colony,

Iscon-Ambli Road Ahmedabad - 380058

We, Chirag Shah and Associates, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by PSP Projects Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) website of the listed entity i.e. www.pspprojects.com
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March, 2022 ("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 to the listed entity during the Review Period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not Applicable to the listed entity during the Review Period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company 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 to the Company during the Review Period);**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company during the Review Period);** and
- (j) the Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

And circulars/ guidelines issued thereunder;

Based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with all 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 Practicing Company Secretary
Not Applicable			



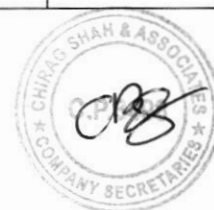
(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The 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.
Not Applicable				

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

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
1.	Regulation 27 (2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Filing of Corporate Governance Report	2020-21	The Company has submitted the Corporate Governance report for the quarter ended on June 30, 2020 with BSE on 18.08.2020 after noticing the system	The company has complied with the said Regulations.



			error. The same was submitted with NSE and uploaded on website of the company in timely manner.	
2.	Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Constitution of Risk Management Committee	2020-21	The Company accordingly submitted a clarification that as the Company was one of the top 500 companies as per market capitalization on NSE but not among the top 500 Companies as per Market capitalisation on BSE, the said committee was not Formed. The board of directors of the Company later constituted a Risk Management committee in its Meeting held on 05.08.2020.	The Company has constituted a Risk Management committee in during the same financial year.
3.	Regulation 7 (2) of SEBI (Prohibition of	2020-21	The required disclosure was filed	The company has complied with the



	Insider Trading) Regulations, 2015 – Continual Disclosure		with delay of one working day on NSE portal, however timely submission of the same was made on BSE portal.	said Regulations.
--	---	--	--	-------------------

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.

For, Chirag Shah and Associates
Practising Company Secretary



Chirag Shah

Partner

Membership No. FCS 5545

C P No. 3498

UDIN : F005545D000357523

Place: Ahmedabad

Date: May 20, 2022