

# PS IT

Infrastructure & Services Limited

## PSIT INFRASTRUCTURE & SERVICES LIMITED

(Formerly known as: Parag Shilpa Investment Ltd.)

**CIN:** L72900MH1982PLC027146

308, 3rd Floor, B2B, Agarwal Center, Near Malad Industrial Estate  
Kanchpada, Malad (West) Mumbai - 400 064. **Tel No.:** +91-22-49703893

**E-mail:** psitinfra@gmail.com, **Web.:** www.psitinfrastructure.com

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May 30, 2019

The Deputy Manager  
Dept. of Corporate Services  
BSE Limited  
P J Towers, Dalal Street, Fort  
Mumbai — 400 001

**Ref: Scrip Code BSE - 505502**

**Sub: Submission of Annual Secretarial Compliance Report for the Financial Year ended March 31, 2019.**

Dear Sir/Madam,

In compliance with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019; please find enclosed copy of Annual Secretarial Compliance Report dated May 29, 2019 for the Financial Year 2018-19 issued by Sanjay Kumar Vyas, Practicing Company Secretaries.

We request you to take the same on record.

Thanking you.

Yours sincerely,

For PS IT INFRASTRUCTURE AND SERVICES LIMITED

**For PS IT INFRASTRUCTURE & SERVICES LTD.**



**Authorised Signatory**

**KAWARLAL KANHAIYALAL OJHA**  
**MANAGING DIRECTOR**  
**DIN: 07459363**



**SANJAY KUMAR VYAS**  
COMPANY SECRETARY IN PRACTICE  
Office Address: 20 Pannalal Basak Lane, Howrah – 711204  
Email:- [sanjayvyas1802@gmail.com](mailto:sanjayvyas1802@gmail.com)  
Phone No.:- +91 9874730085

To,  
The Board of Directors,  
PS IT Infrastructure & Services Limited  
Office no 308, B2B Agarwal Centre,  
3rd Floor, Near Malad Industrial Estate,  
Kanchpada, Malad (West),  
Mumbai:400064

Sir/ Madam,

**Sub: Annual Secretarial Compliance Report for the Financial Year 2018-19**

We have been engaged by PS IT Infrastructure & Services Limited (hereinafter referred to as 'the Company') bearing CIN: L72900MH1982PLC027146 whose equity shares are listed on BSE Limited to conduct and audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.



*Sanjay Kumar Vyas*

**SANJAY KUMAR VYAS**  
PRACTICING COMPANY SECRETARY  
ACS No.55689, C.P. No.21598

Date: 30-05-2019  
Place: Kolkata



**SANJAY KUMAR VYAS**  
COMPANY SECRETARY IN PRACTICE  
Office Address: 20 Pannalal Basak Lane, Howrah – 711204  
Email:- [sanjayvyas1802@gmail.com](mailto:sanjayvyas1802@gmail.com)  
Phone No.:- +91 9874730085

**Secretarial compliance report of PS IT Infrastructure & Services Limited For the year ended 31st March 2019**

I have examined:

- all the documents and records made available to us and explanation provided by PS IT Infrastructure & Services Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- 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 :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;





**SANJAY KUMAR VYAS**

COMPANY SECRETARY IN PRACTICE

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(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(j) The Depositories Act, 1996 and the Regulations and bye-laws framed there under;

(k) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment;

(l) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;

(m) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(n) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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:-

No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Appoint qualified Company Secretary as the compliance officer under Regulation 6 of SEBI LODR	Non-compliance with the requirement	Company has not yet appointed Company Secretary

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.





## SANJAY KUMAR VYAS

COMPANY SECRETARY IN PRACTICE

Office Address: 20 Pannalal Basak Lane, Howrah - 711204

Email:- [sanjayvyas1802@gmail.com](mailto:sanjayvyas1802@gmail.com)

Phone No.:- +91 9874730085

(b) 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.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 2019 (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Not Any	Not Any	Not Any	Not Any



*Sanjay Kumar Vyas*

SANJAY KUMAR VYAS  
PRACTICING COMPANY SECRETARY  
ACS No.55689, C.P. No.21598

Date: 30-05-2019

Place: Kolkata

By: \_\_\_\_\_  
Incorporated in  
Kolkata

For the  
Company  
Secretary  
Sanjay Kumar Vyas

Place: \_\_\_\_\_