

SECRETARIAL COMPLIANCE REPORT
OF
M/s. **PRITHVI EXCHANGE (INDIA) LIMITED**
FOR THE YEAR ENDING 31/03/2019

We have examined:

- (a) All the documents, Records made available to us and explanation provided by M/s. **PRITHVI EXCHANGE (INDIA) LIMITED**, having CIN: L30006TN1995PLC031931
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (c) The Compliance made at Companies official website of the listed Entity,
- (d) All other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31/03/2019.

In respect of compliance with the provisions of :

- (a) Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; the Compliance with the applicable provisions wherever applicable.
- (b) Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI"); the Compliance with the applicable provisions wherever applicable

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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;
- (e) ~~Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;~~
- (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;~~
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

Company has been regularly adhering to all the Compliance at all times.

- (i) (other regulations as applicable) and circulars/ guidelines issued there under; and based on the above examination, We hereby report that, during the Review Period:

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

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	NIL	NIL	NIL

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

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ 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 there under:

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.
		NIL		


(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... (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

- All the observations in the report for the year ended 31st March, 2019 along with the actions taken by the listed entity on those observations if any.
- the observations in the reports pertaining to the year ended 31st March ,2019 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports, There are no such Action or Events for the Company.

Place : Chennai

Date : 27/05/2019

Signature: 

Name : V. Esaki

C.P No : 11022

