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LEENA AGRAWAL
F.C.A., A.C.A., D.I.S.A. (ICA)

**SECRETARIAL COMPLIANCE REPORT OF PAE LIMITED FOR THE FINANCIAL YEAR
ENDED MARCH 31, 2020**

*[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the
purpose of compliance with Regulation 24A of SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015]*

To,
Board of Directors,
PAE LIMITED
CIN: L99999MH1950PLC008152
PAE Limited 69,
Tardeo Road,
Mumbai 400034.

I Leena Harshal Agrawal, Company Secretary in whole time practice, have examined:

- a) all the documents and records made available to us and explanation provided by PAE 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, 2020 (“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;
- *not applicable for the period under review*
- 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 for the period under review*
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- *not applicable for the period under review*
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) *Relicable for the period under review*
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- f) Securities and Exchange Board of India (Issue and Listing of Nonconvertible and Redeemable Preference Shares) Regulations, 2013;
- *not applicable for the period under review*
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) SEBI (Depositories and Participants) Regulations, 2018 erstwhile SEBI (Depositories and Participants) Regulations, 1996;
- i) The provisions of the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- j) The provisions of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- *not applicable for the period under review*

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 Practicing Company Secretary
Nil			

- 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



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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 March 31, 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

Note:

This report is based on the following: -

- A. Data received from the Company partially through electronic mode as physical verification of the data and corresponding documents from the month of February 2020 could not be accessed during the course of audit due to the ongoing nationwide lockdown on account of COVID-19 pandemic.
- B. Compliances required to be done by the Company during the Financial Year ended March 31, 2020 (i.e. the period covered for the purpose of this Report is from April 1, 2019 to March 31, 2020)

Place: Mumbai

Date: 25/06/2020

ICSI UDIN: F006607B000378308



For Leena Agrawal & Co.

Practising Company Secretary

A handwritten signature in black ink, appearing to read "Leena".

Leena Harshal Agrawal

Proprietress
FCS No.: 6607
P No.: 7030