



PRICOL LIMITED

Passion to Excel

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pricol.com

CIN: L34200TZ2011PLCO22194

CUSTOMERS EMPLOYEES SHAREHOLDERS SUPPLIERS

PL/SEC/TGT/2019-20/46

Tuesday, 28th May, 2019

The Manager Listing Department National Stock Exchange of India Limited “Exchange Plaza’, C-1, Block G Bandra-Kurla Complex, Bandra (E), Mumbai - 400051	Corporate Relationship Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai 400 001
Script Code: PRICOLLTD	Script Code: 540293

Dear Sir,

Sub: Annual Secretarial Compliance report for the financial year ended March 31, 2019

Pursuant to the SEBI Circular No: CIR/CFD/CMD1/27/2019 dated 8th February 2019 the Annual Secretarial Compliance Report for the Financial Year ended 31st March 2019 from the Practising Company Secretary is enclosed for your records and dissemination.

Please take note of the same.

Thanking you

Yours faithfully,
For Pricol Limited

T.G.Thamizhanban
Company Secretary
ICSI M.No: F7897





P. Eswaramoorthy and Company

Company Secretaries

PS P. Eswaramoorthy B.Sc., LLB., FCS.,

ANNUAL SECRETARIAL COMPLIANCE REPORT

OF

PRICOL LIMITED

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2019

To,
The Members,
Pricol Limited [CIN: L34200TZ2011PLC022194]
109, Race Course, Coimbatore - 641018.

I have examined:

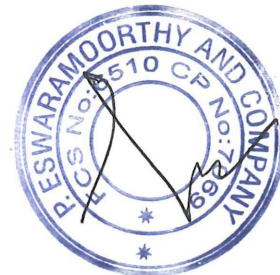
- (a) all the documents and records made available to us and explanation provided by Pricol Limited (herein after referred as "the listed entity").
- (b) the filings /submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document / filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March 2019 (herein after referred as "review period") in respect to compliance with the provisions of:
 - (a) the Securities and Exchange Board of India Act,1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
 - (b) the 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");

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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, which does not applicable for the aforesaid review period;
- (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, which does not applicable for the aforesaid review period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, which does not applicable for the aforesaid review period;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, which does not applicable for the aforesaid review period;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013, which does not applicable for the aforesaid review period;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Other regulations and circulars/ guidelines issued by various Authorities whatever applicable thereunder;

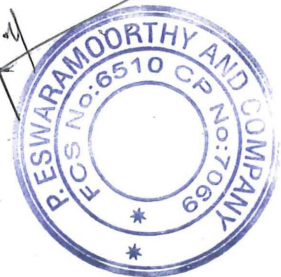


And based on the above examination, I hereby report that, during the aforesaid Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder;
- (b) 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.
- (c) No actions were 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 thereunder and the company does not have any material subsidiary.
- (d) As first report, disclosure of actions to comply with the observations made in previous report does not arise.

P. ESWARAMOORTHY AND COMPANY
Company Secretaries


P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.: 7069



Place : Coimbatore
Date : 28/05/2019