



POLO QUEEN INDUSTRIAL AND FINTECH LIMITED

Regd. Off : 303/4/5, A to Z Industrial Premises, G. K. Marg, Lower Parel (W),
Mumbai - 400013 (India)

CIN NO. L72200MH1984PLC094539

30th May, 2019

BSE Limited

1st Floor, New Trading Wing,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai - 400001
Scrip Code: 540717

Metropolitan Stock Exchange of India Ltd

Vibgyor Towers, 4th Floor,
Plot No.C-62, G- Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400098
Symbol: PQIF

Subject: Submission of Secretarial Compliance Report for the Financial Year ended 31st
March, 2019

Dear Sir,

In compliance with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year 2018-19 issued by Mrs. Grishma Khandwala, Practicing Company Secretary.

We request you to take the same on record.

Thanking you,

Yours truly,

For Polo Queen Industrial and Fintech Limited

Namrata
Namrata Vanamala
Company Secretary
Membership No. A40814



Encl: As Above

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SECRETARIAL COMPLIANCE REPORT OF POLO QUEEN INDUSTRIAL AND FINTECH LIMITED FOR THE YEAR ENDED 31ST MARCH, 2019

To,
Polo Queen Industrial and Fintech Limited
304, A to Z Industrial Estate,
Ganpatrao Kadam Marg,
Lower Parel,
Mumbai – 400013

I have examined:

All the documents and records made available to me and explanation provided by Polo Queen Industrial and Fintech Limited, having CIN No. L72200MH1984PLC094539 ('the listed entity')

- (a) The filings/ submissions made by listed entity to the stock exchanges,
- (b) 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 provision of :

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulation, circulars, guidelines issued thereunder; and
- (b) The Securities Contract (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulation, circulars, guidelines issued thereunder by Securities and Exchange Board of India ("SEBI")

The specific regulation, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015;
 - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulation 2015;
 - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
 - (d) Securities and Exchange Board of India (Buyback of Securities) Regulation, 2018; (not applicable on the Company during the Audit period)
 - (e) Securities and Exchange Board of India (Share Based Employees Benefits) Regulation, 2014; (not applicable on the Company during the Audit period)
 - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulation, 2008; (not applicable on the Company during the Audit period)
 - (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulation, 2013; (not applicable on the Company during the Audit period)
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996/2018;
- 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:-

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 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.
1.	Letter received from Metropolitan Stock Exchange of India Limited ("MSEI")	MSEI issued letter to the Company regarding non-compliance with Regulation 17(1) of SEBI (LODR) Regulation, 2015	The Company responded to the query raised by MSEI. No fine was paid	The Company has complied with the requirements of MSEI.

- (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
NOT APPLICABLE				

Place : Mumbai
Date: 30th May, 2019

GRISHMA S. KHANDWALA
COMPANY SECRETARY CP 1500
7, ORIENTAL MANSIONS,
MADAM CAMA ROAD,
MUMBAI 400 039 TEL 22021250

gkhandwala
GRISHMA KHANDWALA
Company Secretary
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