

POLYCAB INDIA LIMITED

(formerly known as Polycab Wires Limited)

Polycab House, 771 Mogul Lane, Mahim (W), Mumbai – 400016

CIN: L31300DL1996PLC266483

Tel : +91 22 2432 7070-74 Fax : +91 22 2432 7075

Email: shares@polycab.com Website: www.polycab.com



Date: 15th June 2020

To
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

To
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051

**Scrip Code: 542652 Scrip Symbol: Polycab
ISIN:- INE455K01017**

Dear Sir / Madam

**Sub.: Submission of Secretarial Compliance Report under Regulation 24A of SEBI
(Listing Obligations and Disclosure Requirements) Regulations 2015**

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the certificate issued to Polycab India Limited in respect of aforesaid Regulation by Mr. Dilip Bharadiya, practising Company Secretary, Mumbai, for the year ended 31st March 2020.

Kindly take the same on your record.

Thanking you

Yours Faithfully

For Polycab India Limited

Sai Subramaniam Narayana
Company Secretary and Compliance Officer
Membership No.: F5221
Address: Polycab House, 771, Mogul Lane
Mahim (West), Mumbai - 400 016

Encl.: Secretarial Compliance Report



Registered Office:
E -554 ,Greater Kailash -II,
New Delhi-110048 India
Tel : 011-29228574

ANNUAL SECRETARIAL COMPLIANCE REPORT OF
POLYCAB INDIA LIMITED FOR THE YEAR ENDED 31st MARCH, 2020

To,
The Board of Directors,
Polycab India Limited,
(Formerly Known as Polycab Wires Limited)
E-554, Greater Kailash II,
New Delhi,
South Delhi 110048

We have conducted the Annual Secretarial Compliance Audit of Polycab India Limited (*hereinafter referred to as "the Company"*) in terms of compliance with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, have examined all the:

- documents and records made available to us and explanation provided by the Company;
- the filings/ submissions made by the Company with Securities and Exchange Board of India ("SEBI") and the Stock Exchanges;
- other relevant documents/ filings,
- content on the website of the Company;

for the year ended March 31, 2020 ("*Review Period*") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956, rules made thereunder and the Regulations, circulars, guidelines issued thereunder by SEBI.

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

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- SEBI (Share Based Employee Benefits) Regulations, 2014;
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- SEBI (Prohibition of Insider Trading) Regulations, 2015;
- SEBI (Depositories and Participants) Regulations, 2018;
- SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;
- SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (*Not Applicable to the Company during the Review Period*);
- SEBI (Issue and Listing of Debt Securities) Regulations, 2008 (*Not Applicable to the Company during the Review Period*);

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- i) SEBI (Buyback of Securities) Regulations, 2018 *(Not applicable to the Company during the Review Period)*;
- j) SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 *(Not applicable to the Company during the Review Period)*.

Based on the above examination, we hereby report that, during the Review Period, the Company has:

- a) complied with all the applicable provisions of the above Regulations and circulars/guidelines issued thereunder;
- b) maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder, to the extent applicable.

We further confirm that there have been no actions taken against the Company/ 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.

This is the first Annual Secretarial Compliance Report of the Company. Accordingly, there are no previous /outstanding observations to be reported.

For DILIP BHARADIYA & ASSOCIATES



DILIP BHARADIYA
Proprietor

FCS No.: 7956, C P No.: 6740
UDIN : F007956B000301733



Place : Mumbai

Date : 30th May, 2020