

PSL/CS/BSE/ASCR/19-20  
24<sup>th</sup> May, 2019

Corporate Relationship Department  
The Bombay Stock Exchange Limited  
1st Floor, P. J. Towers  
Dalal Street,  
Mumbai - 400 001.

**COMPANY CODE NO:-4166 (SCRIP CODE : 513511)**

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2019**  
**Ref.: SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 8, 2019.**

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In terms of clause 3(b)(iii) of the above referred SEBI circular, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2019, issued by M/s Niraj Trivedi, Practising Company Secretary, the Secretarial Auditors of the Company.

We request you to kindly take the same on record.

Thanking You,

Yours faithfully  
For **PANCHMAHAL STEEL LIMITED**

  
**Deepak Nagar**  
**GM (Legal) & Company Secretary**



E-mail : [shares@panchmahalsteel.co.in](mailto:shares@panchmahalsteel.co.in)

Encl : as above

**SECRETARIAL COMPLIANCE REPORT**  
**OF**  
**M/s. PANCHMAHAL STEEL LIMITED**  
**CIN:L27104GJ1972PLC002153**  
**FOR THE YEAR ENDED 31ST MARCH, 2019**

I Niraj Trivedi have examined;

- (a) all the documents and records made available to us and explanation provided by M/s. Panchmahal Steel Ltd (“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 31<sup>st</sup> March, 2019 (“Review Period”) in respect of compliance with the provisions of :



1. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Rules, Regulations, Circulars, Guidelines issued thereunder; and
2. 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 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; **Not Applicable for review period;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable for review period;**



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable for review period;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable for review period**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) other regulations as applicable 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
<b>Not Applicable</b>			



- (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.
<b>Not Applicable</b>				

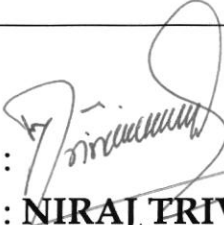


(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
<b>Not Applicable</b>				

Place: Vadodara

Date: 22<sup>nd</sup> May 2019

Signature :   
Name of PCS : **NIRAJ TRIVEDI**  
C. P. No. : **3123**  
FCS : **3844**

