

June 16, 2020

**The General Manager**  
Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400001  
**Scrip Code – 532387**

**The Manager**  
Listing Department  
National Stock Exchange Limited  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex  
Bandra (East)  
Mumbai 400051  
**Scrip Code – PNC**

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)**

Pursuant to Regulation 24A of Listing Regulations, please find enclosed herewith the Annual Secretarial Compliance report for the year ended March 31, 2020 given by Mr Vinayak N Deodhar, Practising Company Secretaries.

Request you to kindly take the same on record.

Yours faithfully,  
For Prtish Nandy Communications Limited

Santosh Gharat  
Company Secretary & Compliance officer

Encl: Report on Annual Secretarial Compliance.

# V. N. DEODHAR & CO.

## Company Secretaries

### V.N.DEODHAR

B.Com (Hons), B.A.LL.B. (Gen.) F.C.S.

4/3, 'Radha', 1st Floor,  
Shastri Hall, Grant Road (W),  
Mumbai - 400 007.

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Fax : 2386 1709

E-mail : vndeodhar@gmail.com

## Secretarial compliance report of PRITISH NANDY COMMUNICATIONS LIMITED for the year ended 31<sup>st</sup> March,2020

We have examined:

- (a) all the documents and records made available to us and explanation provided by Pritish Nandy Communications Limited,
- (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,2020 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 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");

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;
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



and circulars/ guidelines issued there under;

and based on the above examination, We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under,
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from our examination of those records.
- (c) No actions were taken against Pritish Nandy Communications Limited, the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges.

For **V.N.DEODHAR & CO.,**  
**COMPANY SECRETARIES**



A handwritten signature in black ink, appearing to be "V.N. Deodhar", written over a horizontal line.

**V.N.DEODHAR**  
**PROP.**  
**FCS NO.1880**  
**C.P. No. 898**

**UDIN:F001880B000343716**  
**Place: Mumbai**  
**Date: 15<sup>th</sup> June,2020**