

SEBI/HO/CFD/CMD1/P/CIR/2021/556

Corporate Relations Department
BSE Limited
1st Floor, New Trading Wing
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

The Market Operations Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Date: June 25, 2021

Dear Madam/ Sir,

Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2021.

Scrip Code: NSE: PENINLAND
BSE: 503031

In compliance with the Circular No. CIR/CFD/CMD1/27/2019 issued by the Securities and Exchange Board of India dated February 8, 2019, we are enclosing the Annual Secretarial Compliance report issued to the Company by Ms. Geeta Sheth, Practicing Company Secretary, for the Financial Year ended March 31, 2021.

Please take the above on record.

Thanking you

Yours Sincerely,
For Peninsula Land Limited



Sonal Rathod
Company Secretary & Compliance Officer

Encl: as above

GEETA K. SHETH

B. Com. (Hons), F.C.S.

COMPANY SECRETARY

Office : 1/B, Mulji Mistry Bldg., 64-B, Tejpal Road, Opp. Parle Gluco Factory, Vile Parle (E), Mumbai - 400 057.
Tel. : 2616 6512 / 2611 5777 • Tele Fax : 2616 6447 • Email : geetacs1@yahoo.co.in / geetashethcs@gmail.com

ANNEXURE A

Secretarial Compliance Report of Peninsula Land Limited For The Year Ended 31st March, 2021.

We have examined:

- (a) all the documents and records made available to us and explanation provided by **Peninsula Land Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) Reports issued to the Company, Bank Statements and document for the year ended 31st March, 2021 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 thereunder; and
 - (b) 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");
 - (c) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

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;
- (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;

Secretarial Compliance Report
Peninsula Land Limited- 31st March, 2021

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GEETA K. SHETH

B. Com. (Hons), F.C.S.

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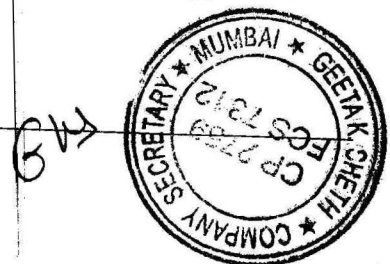
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (k) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and circulars/ guidelines issued thereunder; 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 thereunder, except in respect of matters specified below:-

| Sr No | Compliance Requirement (Regulations/ Guidelines / specific clause) | Deviations | Observations/ Remarks of the Practicing Company Secretary |
|-------|--|--|---|
| | Regulation 17 of the SEBI (LODR), Regulation 2015 | There were only three Non-executives - Independent Directors on Board, however the Company was required to appoint four Non-executives - Independent Directors on its Board. | The company had complied with the requirement of four Non-executives - Independent Directors with effect from 14.04.2021. |

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 our examination of those records.

Secretarial Compliance Report
Peninsula Land Limited- 31st March, 2021



Residence : 1, Shirin Sorab Villa, Shraddhanand Road, Vile Parle (E), Mumbai - 400 057. Tel. : 2612 4641

GEETA K. SHETH

B. Com. (Hons), F.C.S.

COMPANY SECRETARY

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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: **NIL**

| Sr No | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc | Observations/ remarks of the Practising Company Secretary, if any |
|-------|-----------------|----------------------|---|---|
| NIL | | | | |

D. The listed entity has taken the following actions to comply with the observations made in previous reports: **Not applicable**

| Sr No | Observations of the Practising Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended... | Actions taken by the listed entity, if any | Comments of the Practising Company Secretary on the actions taken by the listed entity |
|----------------|--|--|--|--|
| Not applicable | | | | |

We further report that, there was no event of appointment/ re-appointment/ resignation of statutory auditor of the company during the review period. In this regard, I report that the company has complied with circular no. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

G. K. Sheth.

Geeta K. Sheth
 Practising Company Secretary
 COP No.:2759
 UDIN: F007312C000493402



Date: 21/06/2021
 Place: Mumbai

Secretarial Compliance Report
 Peninsula Land Limited- 31st March, 2021

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