



July 18, 2022

M/s. Bombay Stock Exchange Limited
Floor 25, P. J. Towers
Dalal Street, Fort
Mumbai 400001.
Script Code : PAEL

Dear Sirs,

Sub: Submission of Annual Secretarial Compliance Report u/r 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Year ended 31.03.2022.

Please find enclosed the Annual Secretarial Compliance Report duly signed by CS in practice for the year ended 31.03.2022 pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

This is for your information and records.

Thanking you,





Very truly yours,
For **PAE Limited**

Pritam A. Doshi
Chairman & Managing Director
DIN: 00015302

Encl: a/a

PAE LIMITED

Registered Office: C/o Regus, Level 1, Block A, Shivsagar Estate, Dr. Annie Besant Road, Worli, Mumbai - 400 018
Phone: +91 22 66185799 • Fax: +91 22 66185757 • www.paeltd.com
CIN: L99999MH1950PLC008152

LEENA AGRAWAL & CO.
PRACTISING COMPANY SECRETARIES

Address: 204, Mhatre Pen Building, Senapati Bapat Marg, Dadar (w)-Mumbai-400028
Email: leenaagrawal06@gmail.com, Tel: 24314881/24314882

SECRETARIAL COMPLIANCE REPORT OF PAE LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
Board of Directors,
PAE Limited
CIN: L99999MH1950PLC008152
69, Tardeo Road,
Mumbai -400034.

I, Rakhi Manish Agarwal, Company Secretary Partner in Leena Agrawal & Co., Practising Company Secretaries, have examined:


- a) All the documents and records made available to us and explanation provided by PAE Limited ("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 March 31, 2022 ("Review Period") 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) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013
Not applicable as the Company did not issue any security during the financial year under review;
- c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended
- e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
-not applicable for the period under review

Rakhi Agarwal


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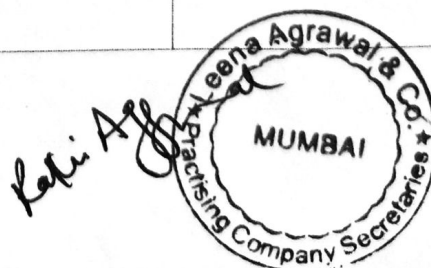
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- f) SEBI (Share Based Employee Benefits) Regulations, 2014
Not applicable as the Company did not have any scheme for its employees during the financial year under review
- g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; -
not applicable for the period under review
- h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
- Not applicable as the Company is not Registrar to an issue and Share Transfer Agent during the financial year under review;
- i) The provisions of the Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;
Not applicable as the Company is not Registrar to an issue and Share Transfer Agent during the financial year under review.
- j) The provisions of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
Company had applied for delisting from NSE on March 20, 2019 and paid requisite fees, and the delisting is withdrawn w.e.f. 18.4.2022 NSE letter dated 28.3.22.
- k) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 & Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018
Not applicable as the Company has not bought back any of its securities during the financial year under review.

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 there under, except in respect of matters specified below:

Sr.No	Compliance Requirement (Regulation s/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	Regulation 17 (10) of Securities Exchange Board of India (Listing obligations and Disclosure requirements), 2015	The Company has not done the performance evaluation of Independent Directors during the year.	In compliance to the Regulation 17 (10) of Securities and Exchange Board of India (Listing obligations and Disclosures requirements) Regulations, 2015, the Company has not carried out the performance evaluation of the Independent directors of the Company during the period under review.



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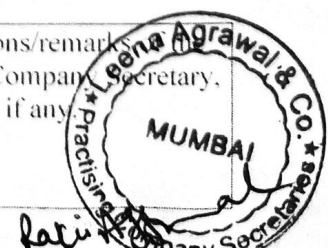
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2	Regulation 25 (3) of Securities Exchange Board of India (Listing obligations and Disclosure requirements), 2015	The Company has not Conducted Independent Directors meeting during the year	In compliance to the Regulation 25 (3) of the Securities Exchange Board of India (Listing obligations and Disclosures Requirements) Regulations, 2015, the Company should hold at least one meeting in a financial year which has not been conducted by the Company during the year.
3	Regulation 33 (3) (a) of Securities Exchange Board of India (Listing obligations and Disclosure requirements) 2015	The Company has submitted the financials for the year ended 31st March 2021 on 29th day June 2021 which were required to be submitted within sixty days from the end of the financial year.	In Compliance with the Regulation 33 (3) (a) of Securities Exchange Board of India (Listing obligations and Disclosure requirements) 2015, The listed entity should submit its last quarter financials with in sixty days from the end of the financial year financial results to the stock exchange which the company has filed after the sixty days on 29th day of June 2021.
4	Regulation 24 A of Securities Exchange Board of India (Listing obligations and disclosure requirements) 2015	The Company has filed the Secretarial Compliance Report for the financial year ended 31st March 2021 on 29.06.2021	In accordance with Regulation 24 A of the Securities Exchange Board of India (Listing obligation and disclosure requirements) 2015, the listed entity must file the Secretarial Compliance Report to the stock exchange within the sixty days from the end of the financial year.

The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my/our examination of those records.

b) 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 afore said Acts/Regulations and circulars/guidelines issued there under:

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



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Not Applicable

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

Sr.No	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2021	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
NIL				

Note:

This report is based on the following: -

- A. Compliances required to be done by the Company during the Financial Year ended March 31, 2022 (i.e., The period covered for the purpose of this Report is from April 1, 2021 to March 31, 2022)

For Leena Agrawal & Co.
Practising Company Secretaries
UDIN: A029225900438117

Rakhi Ag

Rakhi Manish Ag
Partner
ACS No.: 29225
CP No.: 10570



Place: Mumbai
Date: 30.05.2022