



PUNJAB CHEMICALS

AND CROP PROTECTION LTD.

CIN NO. L24231PB1975PLC047063

Regd. Office & Works

Milestone-18, Ambala-Kalka Road, Village & P.O. Bhankharpur, Derabassi, Distt SAS Nagar, Mohali (Punjab)-140201, INDIA

Tele: 01762-280086, 522250, Fax: 01762-280070, E-mail: info@punjabchemicals.com, Website: www.punjabchemicals.com

Date: 16th June, 2021

By E-filing

The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, New Trading Wing,
P.J Towers
Dalal Street Fort
MUMBAI-400 001
Scrip Code: 506618
Tel No.: 022-22728073

The Manager
Listing Department
National Stock Exchange of India
Limited
Exchange Plaza, Bandra Kurla
Complex, Bandra (East)
MUMBAI-400 051
Scrip Symbol: PUNJABCHEM
Tel No.: 022-26598235/26598458

Sub: Annual Secretarial Compliance pursuant to Reg. 24(A) for the year ended 31st March, 2021.

Dear Sirs,

In terms of Clause 3(b)(iii) of SEBI Circular No. CIR/CFD/CMD1/27 /2019 dated 8th February, 2019, we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2021, issued by Mr. P.S. Dua Practicing Company Secretary on 27th May, 2021.

Kindly take the same on the record and inform all your constituents accordingly.

Thanking you,

Yours faithfully
For **PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED**

**(CS RISHU CHATLEY)
ASSISTANT COMPANY SECRETARY**

Encl: a/a

P. S. DUA & ASSOCIATES
COMPANY SECRETARIES

5SF, SantIsher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424

E-Mail: cspsdia@gmail.com

ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
PUNJAB CHEMICALS AND CROP PROTECTION LIMITED
FOR THE YEAR ENDED 31.03.2021

(Pursuant to SEBI Circular - CIR/CFD/CMD1/27/2019 dated February 08, 2019 issued by Securities Exchange Board of India)

To

Punjab Chemicals and Crop Protection Limited

(CIN: - L24231PB1975PLC047063)

Milestone 18, Ambala Kalka Road,

Village & P.O Bhankharpur,

Derabassi, Mohali, PB 140201 IN

I, Pritpal Singh Dua, Practicing Company Secretary (FCS No: - 4552; Certificate of Practice No: - 3934) have examined:

- (a) All the documents and records made available to us and explanation provided by **Punjab Chemicals and Crop Protection Limited** ("the listed entity"),
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed entity,
- (d) Documents, reports, certificates, produced before us by the Company and information available at the website of Bombay Stock Exchange & National Stock Exchange as may be relevant, which has been relied upon to make this certification, for the year ended 31.03.2021 ("Review Period") in respect of compliance with the provisions of:
 - (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
 - (ii) 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");



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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 to the Company during the 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 to the Company during the Review Period.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- Not Applicable to the Company during the Review Period.
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- Not Applicable to the Company during the Review Period.
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - Not Applicable to the Company during the Review Period.
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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 the matters specified below:


27/05/2011



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Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NONE			

- (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 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 as per the information provided to us.

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.
1.	Securities Exchange Board of India [SEBI]	SEBI has issued a Show Cause Notice to the Listed Entity vide reference no. SEBI/EAD/AA/KL/10923/2020 dated June 10, 2020 under Rule 4 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995 and Rule 4 of the	a) The Show Cause Notice to the Listed Entity has been disposed off and adjudication proceedings initiated against the Listed Entity got settled vide Settlement Order no. SO/SM/HP/2020-21/6258 dated March 25, 2021 against	a) The Listed Entity paid the settlement amount of Rs. 21,67,500/- (Rupees Twenty-One Lakh Sixty-Seven Thousand and Five Hundred






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	<p>Securities Contracts (Regulations) (Procedure for Holding Inquiry and Imposing Penalties) Rules, 2005, for an alleged violation with the provisions of Regulations 4(1)(d), 4(1)(h), 4(1)(j), 4(2)(d)(iii), 30(2), 30(4)(i) read with Schedule III, Regulation 30(9), Clause 5 of Part 'B' of Schedule III read with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and to its Managing Director and Director (Operations and Business Development) for an alleged violation with the provisions of Regulations 30(4)(i), 30(5) and 30(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p>	<p>payment of Rs. 21,67,500/- (Rupees Twenty-One Lakh Sixty-Seven Thousand and Five Hundred only).</p> <p>b) The show cause notice issued to its Managing Director and Director (Operations & Business Development) too have been disposed off and adjudication proceedings initiated against them i.e. [Managing Director and Director (Operations & Business Development)] got settled against the payment of Rs. 14,45,000/- (Rupees Fourteen Lakh Forty-Five Thousand only) each by settlement order no. SO/SM/HP/2020-21/6259 dated March 25,2021 and SO/SM/HP/2020-21/6260 dated March 25,2021 respectively.</p>	<p>only) towards the settlement terms to SEBI as per the information provided to us.</p> <p>b) Both the Managing Director and Director (Operations & Business Development) have paid the settlement amount of Rs. 14,45,000/- (Rupees Fourteen Lakh Forty-Five Thousand only) each towards the settlement terms to SEBI as per information provided to us.</p>
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- (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 31.03.2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not applicable as no observation was made in the previous report				

Note: Due to pandemic "COVID-19" some of the books, documents, records, e-forms (forms) and returns, registers, minutes were not verified physically and the same were made available in electronic mode and were verified on the basis of the representations received and made by the management of the Company, its officers, agents and authorized representatives for its accuracy and authenticity.

Place: - Ludhiana

Date: - 27.05.2021

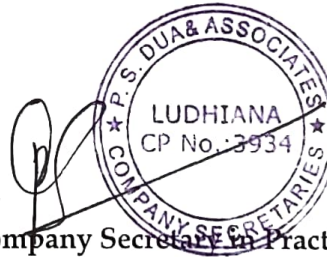
Signature: -

Name of Company Secretary in Practice: - P. S. Dua

FCS No. 4552

C P No. 3934

UDIN: F004552C000380611



This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.


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ANNEXURE A TO SECRETARIAL COMPLIANCE REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2021
OF
PUNJAB CHEMICALS AND CROP PROTECTION LIMITED

1. Maintenance of records with reference to the SEBI Act, SCRA and Regulations thereunder is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our audit.
2. We have followed the audit practices and procedures as were appropriate to obtain reasonable assurance about the correctness of the contents of the records. We have sought and obtained all the information electronically and explanations, which to the best of our knowledge and belief were necessary for the purposes of our Secretarial Compliance Report. The verifications were done on a random test basis to ensure the correctness of the facts reflected in the records.
3. We have obtained the representations from the management of the Company about the compliance of laws, Regulations and occurrence of events.

Place: - Ludhiana
Date: - 27.05.2021

Signature: - 
Name of Company Secretary in Practice: - P. S. Dua
FCS No. 4552
C P No. 3934
UDIN: F004552C000380611

