

PCL/CS/15459

27th May, 2019

The Secretary
The Bombay Stock Exchange Ltd.,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Sub: Regulation 24 A of the SEBI (LODR) Regulations, 2015 regarding Annual Secretarial Compliance Report for the year ended 31st March, 2019

Dear Sir,

In compliance with the Regulation 24 A of the SEBI (LODR) Regulations, 2015, please find enclosed Annual Secretarial Compliance Report issued by Mr. Vishal Arora (Practicing Company Secretary) for the year ended 31st March, 2019.

This is for your information and records please.

Thanking you.

Yours faithfully,
For Punjab Communications Limited


Company Secretary

Encl: a/a

Secretarial Compliance report of Punjab Communications Limited

For the year ended 31.03.2019

To,

Punjab Communications Limited

B-91, Phase-VIII, Indl. Area,

S.A.S Nagar (Chandigarh)

I have examined:

- (a) all the documents and records made available to us and explanation provided by Punjab Communications 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 **31st March 2019** ("**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 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");

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 Audit 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 Audit Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not Applicable to the Company during the Audit Period)**



VISHAL ARORA
B.COM. F.C.S., M.F.C. PGDIPR

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- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not Applicable to the Company during the Audit Period**)
- (g) Securities and Exchange Board of India (Issue and Listing of NonConvertible and Redeemable Preference Shares) Regulations, 2013 (**Not Applicable to the Company during the Audit Period**)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

Circulars/ guidelines issued thereunder 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,
- (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/our examination of those records.
- (c) There are no 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.


Vishal Arora, PCS
FCS No. 4566, CP No. 3645

Place: Chandigarh
Date: 27.05.2019