

## POLYCAB INDIA LIMITED

Polycab House, 771 Mogul Lane, Mahim (W), Mumbai – 400016  
CIN: L31300GJ1996PLC114183  
Tel : +91 22 2432 7070-74 Fax : +91 22 2432 7075  
Email: [shares@polycab.com](mailto:shares@polycab.com) Website: [www.polycab.com](http://www.polycab.com)



Date: 23<sup>rd</sup> May, 2022

To  
Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

To  
Listing Department,  
National Stock Exchange of India Limited  
C-1, G-Block, Bandra-Kurla Complex  
Bandra (E), Mumbai – 400 051

**Scrip Code: 542652 Scrip Symbol: Polycab  
ISIN:- INE455K01017**

Dear Sir / Madam

**Sub: Annual Secretarial Compliance Report of the Company for the year ended 31<sup>st</sup> March 2022.**

Please find enclosed herewith the Annual Secretarial Compliance Report of the Company pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, for the year ended 31<sup>st</sup> March 2022 issued by Dilip Bharadiya & Associates, Company Secretaries.

Kindly take the same on your record.

Thanking you

Yours Faithfully  
**For Polycab India Limited**

**Manita Carmen A. Gonsalves**  
**Company Secretary and Compliance Officer**  
Membership No.: A18321  
Address: Polycab House, 771, Mogul Lane,  
Mahim (West), Mumbai - 400 016



**Registered Office:**  
Unit No.4, Plot No.105, Halol Vadodara Road  
Village Nurpura, Taluka Halol, Panchmahal, Gujarat-389350  
Tel : 2676- 227600 / 227700

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF**  
**POLYCAB INDIA LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022**

To,  
The Board of Directors,  
**Polycab India Limited,**  
Unit 4, Plot No 105, Halol Vadodara Road,  
Village Narpura, Taluka Halol,  
Panchmahal Panch Mahals,  
Gujarat - 389 350

We have conducted the Annual Secretarial Compliance Audit of Polycab India Limited (*hereinafter referred to as "the Company"*) in terms of compliance with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, have examined all the:

- a) documents and records made available to us and explanation provided by the Company;
- b) the filings/ submissions made by the Company with Securities and Exchange Board of India ("SEBI") and the Stock Exchanges;
- c) other relevant documents/ filings,
- d) content on the website of the Company;

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 and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956, rules made thereunder and the Regulations, circulars, guidelines issued thereunder by SEBI.

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) SEBI (Share Based Employee Benefits) Regulations, 2014;
- c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- d) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- e) SEBI (Depositories and Participants) Regulations, 2018;
- f) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;
- g) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (*Not Applicable to the Company during the Review Period*);

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- h) SEBI (Issue and Listing of Debt Securities) Regulations, 2008; *(Not Applicable to the Company during the Review Period)*;
- i) SEBI (Buyback of Securities) Regulations, 2018 *(Not applicable to the Company during the Review Period)*;
- j) SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 *(Not applicable to the Company during the Review Period)*.

Based on the above examination, we hereby report that, during the Review Period, the Company has:

- a) complied with all the applicable provisions of the above Regulations and circulars/ guidelines issued thereunder;
- b) maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder, to the extent applicable.

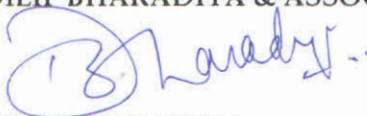
and based on the above examination, We hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- 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.
- c) We further confirm that there have been no actions taken against the Company/ its promoters/ directors 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

We confirm that the listed entity has complied with the points 6(A) and 6(B) as mentioned in SEBI circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 with regard to the Resignation of Statutory Auditors: There has been no resignation of Statutory Auditors in the FY 2022.

We further confirm that the Secretarial Compliance Report of the previous year dated May 13, 2021 was clean and unqualified.

For DILIP BHARADIYA & ASSOCIATES

  
DILIP BHARADIYA  
Proprietor  
FCS No.: 7956, C P No.: 6740  
UDIN: F007956D000298345



Place : Mumbai  
Date : May 10, 2022