



ITALICA

PIL ITALICA LIFESTYLE LTD.
(An ISO 9001 : 2015 Certified Company)
CIN : L25207RJ1992PLC006576

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info@italica.com

June 09, 2020

The Manager-Listing Department National Stock Exchange of India Limited, 'Exchange Plaza', C-1, Block -G Bandra Kurla Complex, Bandra -East Mumbai-400051	Listing Department BSE Limited Phiroze Jeejeebhoy Towers 25 th Floor, Dalal Street Mumbai- 400001
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Sub : **Submission of Annual Secretarial Compliance Report**
Ref : SEBI circular No. CIR/CFD/CMD1/27 /2019 dated 08th February, 2019
Scrip Code : PILITA / 500327


Dear Sir,

With reference to SEBI Circular No. CIR/CFD/CMD1/27 /2019 dated 08th February, 2019, we are submitting herewith an Annual Secretarial Compliance Report for the year ended March 31, 2020.

Kindly take the above on your records.

Thanking you,

Yours faithfully,
For **PIL ITALICA LIFESTYLE LIMITED**


Aditi Parmar
(Company Secretary)
M. No.: A37301



Encl: a/a

**Secretarial compliance report of
PIL ITALICA LIFESTYLE LIMITED,
Regd. Office: Kodyat Road, Village Sisarma,
Udaipur, Rajasthan-313001
for the year ended 31.03.2020**

I Pawan Talesara, Proprietor of M/s P. Talesara & Associates, Practicing Company Secretary holding CP No. 2674, have examined:

- (a) all the documents and records made available to us through electronic mode due to nationwide lockdown arose out of COVID-19 pandemic and explanation provided by **PIL Italica Lifestyle Limited,**
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity (www.italica.com)
- (d) all other relevant documents,
for the year ended 31.03.2020 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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the company during the audit period);**
- (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);**
- (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 Non- Convertible 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;
- (i) 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;



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 matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	As Applicable	NIL	NA

- (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:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Co. Secretary, if any.
	NA	NIL	NA	NA

- (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
	NA	NA	NA	NA

Place: Udaipur (Raj.)
Date: 08.06.2020

For P. Talesara & Associates
Company Secretaries



P. Talesara

(Pawan Talesara)
Proprietor
FCS No.: 8096, C P No.: 2674
UDIN:F008096B000326194

(Note:)

Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.

1. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.

E.g. In the report for the year ended 31st Mar, 2020, the PCS shall provide a list of:

- all the observations in the report for the year ended 31st Mar, 2019 along with the actions taken by the listed entity on those observations.*
- the observations in the reports pertaining to the year ended 31st Mar, 2020 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports.)*