

30th May, 2022

The Manager,
Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza,
Plot No. – C – 1, G Block,
Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400051

The General Manager,
Department of Corporate Services,
BSE Ltd.,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001

NSE Code:- PCBL

BSE Code:- 506590

Dear Sir,

Sub:- Submission of Annual Secretarial Compliance Report

Pursuant to SEBI Circular No. – CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we enclose herewith the Annual Secretarial Compliance Report of the Company from Messrs. Vinod Kothari and Company, Practising Company Secretaries, for the financial year ended 31st March, 2022.

You are requested to acknowledge the receipt of the same and oblige.

Yours faithfully,
For **PCBL LIMITED**


K. Mukherjee
Company Secretary and Chief Legal Officer

Encl: As above

PCBL Limited

Registered Office: 31 Netaji Subhas Road, Kolkata – 700 001, West Bengal, India

Corporate Office: RPG House, 4th Floor, 2/4 Judges Court Road, Kolkata – 700 027, West Bengal, India

P: +91 33 6625 1443 | **E:** pcbl@rpsg.in | **W:** www.pcblttd.com | **CIN:** L23109WB1960PLCO24602

Note: "PCBL Limited" was formerly known as "Phillips Carbon Black Limited"

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
Unique Code – P1996WB042300
GSTIN No.-19AAMFV672E1ZR
PAN No - AAMFV6726E
Udyog Aadhaar Number – WB10D0000448

Secretarial Compliance Report of PCBL Limited for the financial year ended 31st March, 2022

[Pursuant to the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019]

We, Vinod Kothari & Company, Practising Company Secretaries, have examined:

- all the documents and records made available to us and explanations provided by PCBL Limited (“Listed Entity”),
- the filings/ submissions made by the Listed Entity to the stock exchanges,
- website of the Listed Entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2022 (“Review Period”) in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 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:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”);
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“the SAST Regulations”);
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“the PIT Regulations”).

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, read with the matter specified in serial no. 1 below:



Mumbai: 403-406, Shreyas Chambers, Fort, Mumbai – 400001
Delhi: A-467, First Floor, Defence Colony, New Delhi 110024

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| Sr. No. | Compliance Requirement (Regulations/circulars/guidelines including specific clause) | Deviations | Observations/Remarks of the Practising Company Secretary (to be read with Deviations) |
|----------------|---|------------|---|
| NOT APPLICABLE | | | |

(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 our 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 Practising Company Secretary, if any. |
|---------|-----------------|----------------------|---|--|
| None | | | | |

(d) The Listed Entity has taken the following actions to comply with the observations made in previous reports:



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| Sr. No. | Observations of the Practising Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended 31 st March, 2021 | Actions taken by the Listed Entity, if any | Comments of the Practising Company Secretary on the actions taken by the Listed Entity |
|---------|--|--|--|--|
| | | | None | |

For M/s Vinod Kothari & Company
Practising Company
Secretaries



Barsha Dikshit

Barsha Dikshit
Partner

Membership No.: A48152

CP No.: 18060

UDIN: A048152D000429236

Peer Review Certificate No.: 781/2020

Place: Kolkata
Date: 30.05.2022