



Date: 02/08/2021

To,  
The Listing Compliance Department,  
BSE Limited,  
P. J. Tower, Dalal Street,  
Mumbai – 400001  
**Scrip Code: 534809**

To,  
The Listing Compliance Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051  
**Symbol: PCJEWELLER**


**Sub.: Annual Secretarial Compliance Report**

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith Secretarial Compliance Report of the Company for the financial year ended March 31, 2021.

Kindly take the information on record.

Thanking you,  
For **PC Jeweller Limited**

  
(VIJAY PANWAR)  
**Company Secretary**

**Encl.:** As above

**PC Jeweller Limited**

REGD. & CORPORATE OFF: C - 54, PREET VIHAR, VIKAS MARG, DELHI - 110 092 PH: 011 - 49714971 FAX : 011 - 49714972

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929

**Secretarial compliance report of PC Jeweller Limited for the year ended March 31, 2021**

To,  
The Board of Directors  
PC Jeweller Limited  
C - 54, Preet Vihar, Vikas Marg,  
Delhi - 110092

I/ We R S Sharma & Associates have examined:

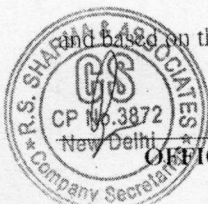
- (1) all the documents and records made available to us and explanation provided by PC Jeweller Limited ("the listed entity"),
- (2) the filings/ submissions made by the listed entity to the stock exchanges,
- (3) website of the listed entity,
- (4) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 31, 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 there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: **NOT APPLICABLE**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **NOT APPLICABLE**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013: **NOT APPLICABLE**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued there under including SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21, 2019.

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



**OFFICE: 202, ANARKALI BAZAR, JHANDEWALAN EXTN., NEW DELHI-110055  
RES.: 108C, DDA FLATS, GULABI BAGH, DELHI-110007**

(i) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under except in respect of matter specified below:-

Sr. No.	Compliance (Regulations / guidelines including clause)	Requirement (Circulars / including specific)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21, 2019	No.	Delayed compliance	The listed entity has complied with the disclosure requirement of this circular with some delay.

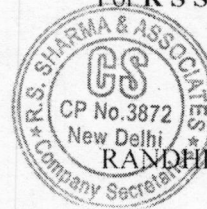
(ii) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my/ our examination of those records.

(iii) There were 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 in so far as it appears from my/ our examination of those records.

(iv) The reporting of actions taken by the listed entity to comply with the observations made in previous reports does not arise during the Review Period.

(v) The company has suitably included the conditions as mentioned in Para 6(A) and 6(B) of SEBI Circular no. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in the terms of appointment of statutory auditors of the company.

For R S Sharma & Associates  
Company Secretaries



*Ranvir Singh Sharma*

**RANVIR SINGH SHARMA**  
Proprietor

Membership No.: 2062

C.P. No.: 3872

UDIN: F002062C000720868

Place: New Delhi

Date: 02/08/2021