

28<sup>th</sup> June, 2021

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.,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building,  
P.J. Towers,  
Dalal Street, Fort,  
Mumbai – 400001

Dear Sir,

**Sub: Submission of Annual Secretarial Compliance Report**

Pursuant to SEBI Circular No. – CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> 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 31<sup>st</sup> March, 2021.

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

Yours faithfully,  
For **PHILLIPS CARBON BLACK LIMITED**

  
K. Mukherjee  
Company Secretary and Chief Legal Officer

Encl: As above

# VINOD KOTHARI & COMPANY

Practising Company Secretaries  
1006-1009, Krishna Building, 224 A.J.C. Bose Road  
Kolkata – 700 017, Indi  
Phone: +91 – 33 – 2281 374  
email: [vinod@vinodkothari.com](mailto:vinod@vinodkothari.com)  
Web: [www.vinodkothari.com](http://www.vinodkothari.com)  
Unique Code – P1996WB04230  
GSTIN No.-19AAMFV672E1ZI  
PAN No - AAMFV6726I  
Udyog Aadhaar Number – WB10D000044

## Secretarial Compliance Report of Phillips Carbon Black Limited for the financial year ended 31<sup>st</sup> March, 2021

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

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

- a) all the documents and records made available to us and explanations provided by Phillips Carbon Black Limited (“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 31<sup>st</sup> March, 2021 (“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 (“the Listing Regulations”);
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“the SAST Regulations”);
- c) 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:

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Udyog Aadhaar Number – WB10D000044

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practising Company Secretary (to be read with Deviations)
1	Regulation 47(3) of the Listing Regulations  The listed entity shall publish the information in the newspaper simultaneously with the submission of the same to the stock exchange(s).	The Company has made the newspaper publication of its unaudited financial results for the second quarter on 17 <sup>th</sup> October, 2020. The same was submitted to the stock exchanges on 19 <sup>th</sup> October, 2020.	As informed by the Company, owing to some technical errors, the newspaper publication was submitted to the stock exchanges within 2 days of the said publication.

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

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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 <sup>st</sup> March, 2019	Actions taken by the Listed Entity, if any	Comments of the Practising Company Secretary on the actions taken by the Listed Entity
None				

(e) The Listed Entity has complied with the provisions of SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019, in terms of Para 6(A) and 6(B) of the said circular and has suitably modified the terms of appointment of its statutory auditors vide Amendment Letter dated 24<sup>th</sup> December, 2019.

Place: Kolkata  
Date: 28<sup>th</sup> June, 2021

For Vinod Kothari and Company  
Practising Company Secretaries



PAMMY JAISWAL  
Digitally signed by  
PAMMY JAISWAL  
Date: 2021.06.28  
18:49:39 +05'30'

Pammy Jaiswal  
ACS No.: A48046  
C P No.: 18059  
UDIN: A048046C000531683