

SECRETARIAL COMPLIANCE REPORT OF PENINSULA LAND LIMITED

(For the year ended 31st March, 2020)

Ref: 338/2020-21

To,

Company Secretaries FCS 8021 CP: 8978

Board of Directors

Peninsula Land Limited

Peninsula Spenta, Mathuradas Mills Compound,
Senapati Bapat Marg,
Lower Parel, Mumbai- 400013.

I, **Dhrumil M. Shah** have examined:

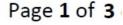
- (a) all the documents and records made available to us and explanation provided by **Peninsula Land Limited** ("the listed entity" or "the Company"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2020 ("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;



- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: Not Applicable to the Company under review period;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018: Not Applicable to the Company under review period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: *Not Applicable to the Company under review period;*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013: Not Applicable to the Company under review period;
- (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 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, except in respect of matters specified below:

Sr.	Compliance Requirement	Deviations	Observations/ Remarks				
No	(Regulations/ circulars / guidelines		of the Practicing				
	including specific clause)		Company Secretary				
Not applicable							

(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.		Details of violation		E.g.	fines, letter,	Observations / remarks of the Practicing Company Secretary, if any.		
Not applicable								

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

Sr.	Observations of	Observations	Actions	Comments of the			
No.	the Practicing	made in the	taken by	Practicing Company			
	Company	secretarial	the listed	Secretary on the			
	Secretary in the	compliance report	entity, if	actions taken by the			
	previous reports	for the year ended	any	listed entity.			
		31st March, 2019					
Not applicable							

I further report that there was no event of appointment / re-appointment / resignation of statutory auditor of the Company during the review period. In this regard, I report that the Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Company Secretaries FCS 8021 CP: 8978

Place: Mumbai

Date: 30/7/2020

For Dhrumil M Shah & Co.

UDIN: F008021B000532303

Dhrumil M. Shah

Practising Company Secretary

FCS No. 8021 & C.P. No. 8978

PR No 400/2016