

**GEETA K. SHETH**

B. Com. (Hons), F.C.S.

**COMPANY SECRETARY**

Office : 1/B, Mulji Mistry Bldg., 64-B, Tejpal Road, Opp. Parle Gluco Factory, Vile Parle (E), Mumbai - 400 057.  
Tel. : 2616 6512 / 2611 5777 • Tele Fax : 2616 6447 • Email : geetacs1@yahoo.co.in / geetashethcs@gmail.com

**ANNEXURE A**

**Secretarial Compliance Report of Peninsula Land Limited For The Year Ended 31<sup>st</sup> March, 2021.**

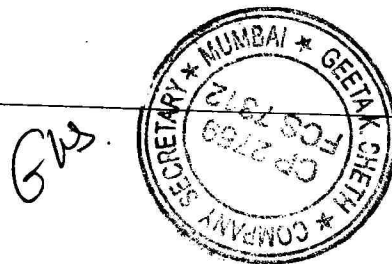
We have examined:

- (a) all the documents and records made available to us and explanation provided by **Peninsula Land Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) Reports issued to the Company, Bank Statements and document for the year ended 31<sup>st</sup> March, 2021 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");
  - (c) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

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;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (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;

Secretarial Compliance Report  
Peninsula Land Limited- 31<sup>st</sup> March, 2021



Residence : 1, Shirin Sorab Villa, Shraddhanand Road, Vile Parle (E), Mumbai - 400 057. Tel. : 2612 4641

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- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (j) 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;
- (k) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and circulars/ guidelines issued thereunder; and 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, 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
	Regulation 17 of the SEBI (LODR), Regulation 2015	There were only three Non-executives - Independent Directors on Board, however the Company was required to appoint four Non-executives - Independent Directors on its Board.	The company had complied with the requirement of four Non-executives - Independent Directors with effect from 14.04.2021.

- 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 our examination of those records.

Secretarial Compliance Report  
 Peninsula Land Limited- 31<sup>st</sup> March, 2021



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- 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: **NIL**

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

- D. The listed entity has taken the following actions to comply with the observations made in previous reports: **Not applicable**

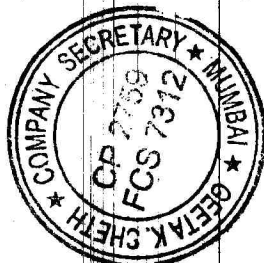
Sr No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended...	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not applicable				

We 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.

G. K. Sheth.

Geeta K. Sheth  
Practising Company Secretary  
COP No.: 2759  
UDIN: F007312C000493402

Date: 21/06/2021  
Place: Mumbai



Secretarial Compliance Report  
Peninsula Land Limited- 31<sup>st</sup> March, 2021

Residence : 1, Shirin Sorab Villa, Shradddhanand Road, Vile Parle (E), Mumbai - 400 057. Tel. : 2612 4844