



DNV & ASSOCIATES

Company Secretaries

309, Sai Leela Society, Opp. Moksh Plaza, S.V.Road, Borivali (West), Mumbai - 400 092
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ANNUAL SECRETARIAL COMPLIANCE REPORT OF PCS TECHNOLOGY LIMITED

FOR THE YEAR ENDED MARCH 31, 2021

*(Pursuant to SEBI Circular – CIR/CFD/CMD1/27/2019 dated 8thFebruary, 2019
issued by Securities Exchange Board of India)*

We, DNV & Associates have examined:

- a) all the documents and records made available to us and explanation provided by **PCS Technology Limited** (“the 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, reports produced before us by the Company and information available at the website of Bombay Stock Exchange 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 :

- 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 during the Review Period)**
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company during the Review Period)**
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the Review Period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Review Period)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Review Period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the Company during the Review Period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

and circulars/ guidelines issued thereunder;

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:-



| | | | | |
|---|---|--------------------|---|-------------------|
| Compliance Requirement (Regulations/ circulars / guidelines including specific clause) | <i>Submission of disclosure of outcome of Board meeting within 30 minutes of the closure of meeting to Stock Exchange as per Regulation 30 of The SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.</i> | | | |
| Date of Board Meeting | June 22, 2020 | August 28, 2020 | November 11, 2020 | February 10, 2021 |
| Time of Conclusion of meeting | 1.10 p.m. | 12.23 p.m. | 12.15 p.m. | 1.15 p.m. |
| Time of submission of Outcome | 4.50 p.m. | 1.59 p.m. | 1.54 p.m. | 2.45 p.m. |
| Deviation | Delay of 4:40 hrs | Delay of 6 minutes | Delay of 21 minutes | Delay of 1 Hrs |
| Observation/remarks of Practicing Company Secretary | The Management of the Company explained that Auditor has shared signed audit report on 4.19 p.m. and delay in submission was inadvertent. | | The Management of the Company explained that the delay in submission was inadvertent. | |

- 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 my/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 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. No. | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended <i>(The years are to be mentioned)</i> | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|-----------------------|--|---|--|--|
| NOT APPLICABLE | | | | |

**For DNV & Associates
Company Secretaries
Firm Unique Code: S2018MH628300**

D. N. Vanpariya
Divyesh N. Vanpariya
Proprietor
Membership No:- A41999
C P No: 21050



UDIN: A041999C000399774

Date: 31/05/2021
Place: Mumbai