

PDS/SE/2020-21/07

24th June, 2020

To,

The General Manager, Corporate Service Department BSE Limited P. J Tower, Dalal Street, Fort, Mumbai-400001	The General Manager, Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai-400051.
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Scrip Code/ID: BSE: 538730;

NSE: PDSMFL

SUB: Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2020.

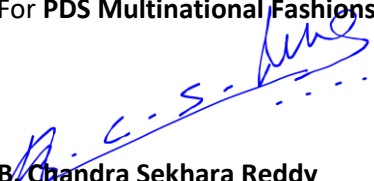
Dear Sir/Madam,

Pursuant to Clause 3(b)(iii) of SEBI Circular No. CIR/CFD/CMD1 /27/2019 dated February 8, 2019, please find attached Annual Secretarial Compliance Report for the year ended 31st March, 2020 issued by M/s RHR & Associates, Practicing Company Secretary.

Kindly take the same on record and oblige.

Thanking you,

For **PDS Multinational Fashions Limited**


B. Chandra Sekhara Reddy
Company Secretary & Head-Legal



Encl.: a/a



RHR & ASSOCIATES

Company Secretaries

Secretarial compliance report of PDS Multinational Fashions Limited

For the Financial Year Ended 31st March 2020

To,

PDS Multinational Fashions Limited

No. 758 & 759, 2nd Floor, 19th Main, Sector-2,

HSR Layout, Bangalore

Karnataka- 560102

We, RHR & Associates have examined:

- all the documents and records made available to us and explanation provided by PDS Multinational Fashions Ltd ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- 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:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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: -





RHR & ASSOCIATES

Company Secretaries

- (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 to the Company During the Audit Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company During the Audit Period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company During the Audit 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 Audit Period)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder; and based on the above examination, we hereby report that, during the Review Period:





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Company Secretaries

(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: -

No	Compliance Requirement (Regulations/circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	To Submit an Investor Complaint Statement within 21 days from end of each quarter under Listing Regulation 13(3)	Submitted an Investor Complaint Statement to the National Stock Exchange Limited, with a delay of 23 days, for the quarter ended September 30, 2019.	It is observed that the Company has submitted the Investor Complaint Statement to the BSE Limited for the quarter ended September 30, 2019 within the time period of 21 days.

(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.

(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:





RHR & ASSOCIATES

Company Secretaries

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.
1	The National Stock Exchange of India Limited	Submitted the Investor Complaint Statement to the National Stock Exchange of India Limited, for the quarter ended September 30, 2019 with a delay of 23 days,	The National Stock Exchange of India Limited sent a letter to the Company imposing a Penalty for delay in Compliance.	The Company has submitted the Investor Complaint Statement to the BSE Limited for the quarter ended September 30, 2019, within the time limit of 21 days.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable**

For RHR & Associates

R. HARIPRASAD REDDY

Practicing Company Secretary

FCS NO: 8477

CP No: 15936

UDIN: F008477B000370927



Place: Bangalore

Dated: 23.06.2020

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