

June 30, 2021.

Senior General Manager- Listing Compliance
BSE Limited, 24th Floor,
P J Towers, Dalal Street,
Mumbai 400001

Respected Sir,

Ref.:- Scrip Code: 507864

Sub.:- Secretarial Compliance Report for the year ended 31st March, 2021.

**Ref.:- Pursuant to Regulation 24A(2) of SEBI (LODR) Regulations, 2015 read with
SEBI Cir Ref. no.CIR/CFD/CMD1/27/2019 dated February 08, 2019**

This is in compliance with above mentioned SEBI (LODR) Regulations and SEBI Circular for the captioned subject, please find attached herewith Secretarial Compliance Report for the year ended 31st March, 2021.

Please find attached the above and kindly acknowledge receipt of the same.

Thanking you,

Yours truly,
For **PIONEER INVESTCORP LIMITED**



**AMIT CHANDRA
COMPANY SECRETARY**

Encl.:- a.a.

Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014.

Mobile : 9892748525. Email :aspibhesania@yahoo.co.in

Secretarial Compliance Report of Pioneer Investcorp Limited for the year ended 31.03.2021

I, Aspi Bhesania, have examined:

- (a) all the documents and records made available to us and explanation provided by Pioneer Investcorp 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, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st 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;
- (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;
- (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 (Merchant Bankers) Regulations, 1992;
- j) The Securities and Exchange Board of India (Portfolio Managers) Regulations, 1993 and circulars/ guidelines issued thereunder;

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Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014.

Mobile : 9892748525. Email : aspibhesania@yahoo.co.in

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 thereunder
- (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) Following action has been 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 as mentioned below.

| Sr. No. | Action taken by | Details of violations | Details of Action taken e.g. Fines, warning letter, debatement, etc. | Observations/ Remarks of the Practising Company Secretary |
|---------|-------------------|---|---|---|
| 1 | BSE Limited (BSE) | Regulation 17(1) of SEBI (LODR) Reeregulation, 2015 – requirement relating to minimum 6 Directors Quarter : December, 2020. The Company was required to appoint minimum 6 Directors on the Board from 1 st April, 2020 , as Company's name was appeared in BSE TOP 2000 Companies by Market Capitalisation as on 31032020. | Levy of Fine by BSE by Notice dated 5 th Feb 2021 of Rs.4,83,800/- | The Company has paid the fine within the prescribed time period to BSE and also appraised the Board of Directors. |

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

| Sr. No. | Observations of the Practising Company Secretary in the previous reports | Observations made in the secretarial compliance report for the previous financial years | Actions taken by the listed entity, if any | Comments of the Practising Company Secretary on the actions taken by the listed entity |
|---------|--|---|--|--|
| - | NA | NA | NA | NA |

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Aspi Bhesania
Practising Company Secretary
ACS No. 6119, C P No: 9657
UDIN : A006119C000547055
Date : 30.06.2021
Place : Mumbai

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