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PDSL/SE/2022-23/129

May 16, 2022

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|---|--|
| Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Scrip Symbol: PDSL | Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 538730 |
|---|--|

Re: ISIN - INE111Q01013

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Dear Sir/ Madam,

Pursuant to Regulation 24A of SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report of the Company issued by MAK & Co, Practicing Company Secretaries [FRN: P2018UP067700], for the year ended March 31, 2022 for your kind reference.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
for **PDS Limited**
(*Erstwhile PDS Multinational Fashions Limited*)



Abhishekh Kanoi
Head of Legal & Company Secretary
ICSI Membership No.: F-9530

Encl.: a/a

PDS Limited

(*Erstwhile PDS Multinational Fashions Limited*)

Corporate Office: Unit No. 971, Solitaire Corporate Park, Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India. ☎ +91 2241441100

Registered Office: No. 758 & 759, 2nd Floor, 19th Main, Sector-2, HSR Layout, Bangalore 560102, Karnataka, India. ☎ +91 8067653000

CIN: L18101KA2011PLC094125 🌐 www.pdsmultinational.com 📧 info@psdmultinational.com



MAKS & CO.

Company Secretaries

FRN: P2018UP067700

O: 516, Wave Silver Tower, Sector 18, Noida –
201301

E: services@forecoreprofessionals.com

D: +120 120 5178033

**Secretarial Compliance Report of PDS Limited (Erstwhile PDS Multinational Fashions Limited)
for the year ended March 31, 2022**

To,
The Board of Directors
PDS Limited
(Erstwhile PDS Multinational Fashions Limited)
No. 758 & 759, 2nd Floor, 19th Main,
Sector - 2, HSR Layout,
Bengaluru – 560 102, Karnataka (“**the Company**”)

We, MAKS & Co., Company Secretaries (FRN: P2018UP067700) have examined:

- (a) all the documents and records made available to us and explanation provided by PDS Limited (Erstwhile PDS Multinational Fashions Limited) (“**the Listed Entity**” / “**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 **March 31, 2022** (“**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) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR 2015**”);
- (b) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (*Not applicable to the Company during the Review Period as the Company has not issued any shares during the year under review*);
- (c) the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



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- (d) the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (*not applicable for the Review Period as the Company has not bought back/ proposed to buy-back any of its securities during the year under review*);
- (e) the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 {or erstwhile Securities and Exchange Board of India (Share Based Employees Benefits) Regulations, 2014};
- (f) the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 {or erstwhile Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 & Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013}; (*Not applicable for the Review Period as the Company has not issued any debt securities during the year under review*);
- (g) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) the Depositories Act, 1996 and the Regulations and Bye Laws framed thereunder to the extent of Regulation 76 of the Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- (i) the Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulation, 1993 regarding the Companies Act, 2013 and dealing with the client to the extent of securities issued (*Not applicable since the Company is not registered as Registrar to Issue and Share Transfer Agent during the Review Period*); and
- (j) the Securities and Exchange Board of India (Investor Education and Protection Fund) Regulations, 2009.

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.
- (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 our examination of those records.
- (c) There were no 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.
- (d) The Listed Entity has taken the following actions to comply with the observations made in previous reports:



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| Sl. 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 |
|---------|--|---|--|--|
| Nil | | | | |

(e) There was no event of appointment/ re-appointment/ resignation of statutory auditor of the Company during the Review Period. The Company has modified the terms of appointment of its existing statutory auditor to give effect to clause 6(A) and 6(B) of the Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For M/s. MAKS & Co.,
Company Secretaries
[FRN P2018UP067700]

MOHIT
MAHESH
WARI

Digitally signed
by MOHIT
MAHESHWARI
Date: 2022.05.11
17:24:10 +05'30'

Mohit Maheshwari

Partner

Membership No.: F9565

COP No.: 19946

Peer View No.: 2064/2022

UDIN: F009565D000303595

Place: Noida

Date: May 11, 2022