

PHF LEASING LIMITED



Regd. & Corp. Office : 923, G.T. Road, Jalandhar (Pb.) INDIA
Ph. : 0181-4639903-06 Fax : 0181-2459635
email : phf_leasingltd@yahoo.co.in
Website : www.phfleasing.com
CIN No. : L65110PB1992PLC012488

Ref.No.166/2020-21

Dated:30.07.2020

To

The Head-Listing & Compliance
Metropolitan Stock Exchange of India Limited (MSEI)
4TH Floor, Vibgyor Towers, Bandra Kurla Complex,
Bandra East, Mumbai-400051

Subject: Submission of Secretarial Compliance Report

Dear Sir/Madam,

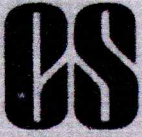
Pursuant to Regulation 24A report read with circular No. CIR/
CFD/CMD1/ 27/2019 Dated:February 8,2019 relating to submission of
Secretarial Compliance Report, we are hereby submitting the Secretarial
Compliance Report for the year ended March 31,2020.

You are requested to kindly take note of the same.

Yours Sincerely
For PHF Leasing Limited

Shiv Dyal Chugh
Managing Director
DIN: 00993747

PHF - A Leading Group of Financiers



SECRETARIAL COMPLIANCE REPORT OF PHF LEASING LIMITED FOR THE YEAR ENDED MARCH 31, 2020

I, Dinesh Gupta, Partner, Dinesh Gupta & Co., Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to me and explanation provided by **M/S PHF Leasing 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 March 31, 2020 ("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;



Jalandhar Office:

Raj Chambers, 5-6 Hind Samachar
Street, Jalandhar-144001

Delhi Office:

63/12 First Floor, Main Rama Road,
Kirti Nagar, New Delhi-110015



- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (f) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (h) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013;

and circulars/ guidelines issued thereunder;

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 examination of those records.



(c) There was no action 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) No action was taken against the observations made in the previous report however the same has been complied the Company in the current financial year.

Place: Jalandhar

Dated: July 29, 2020

For Dinesh Gupta & Co.
Company Secretaries



Dinesh Gupta
(Partner)

FCS. No. 3462; COP. No.1947

UDIN: F003462B000522961