



# Petronet LNG Limited

Regd. Office: World Trade Centre, Babar Road, Barakhamba Lane, New Delhi – 110001  
Phone: 011-23411411, Fax: 011- 23472550, CIN: L74899DL1998PLC093073  
Email: [investors@petronetlng.in](mailto:investors@petronetlng.in), Company's website: [www.petronetlng.in](http://www.petronetlng.in)  
PAN: AAACP8148D GST: 07AAACP8148D1ZI

ND/PLL/SECTT/REG. 24A/2021

21<sup>st</sup> June 2021

The Manager  
The Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001

The Manager  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex  
Bandra East, Mumbai – 400 051

**Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2021**

**Ref: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019**

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find attached herewith the Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2021 issued by M/s A.N. Kukreja & Co., Company Secretaries (FCS – 1070 and CP No. – 2318).

This is for your kind information and records please.

Thanking You,

Yours faithfully,

(Rajan Kapur)

CGM & VP-Company Secretary

Encl: as above

**Dahej LNG Terminal:**  
GIDC Industrial Estate, Plot No. 7/A, Dahej  
Taluka Vagra, Distt. Bharuch - 392130 (Gujarat)  
Tel.: 02641-257249 Fax: 02641-257252

**Kochi LNG Terminal:**  
Survey No. 347, Puthuvypu  
P.O. 682508, Kochi  
Tel.: 0484-2502268

**Secretarial Compliance Report of Petronet LNG Limited for the year ended 31<sup>st</sup> March 2021 under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019.**

**The Board of Directors,  
Petronet LNG Limited (CIN: L74899DL1998PLC093073),  
New Delhi**

We have examined:

- (a) all the documents and records made available to us and explanation provided by Petronet LNG 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

For the year ended 31<sup>st</sup> 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 for Review Period);
- (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 for the Review Period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. (Not applicable for the Review Period);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. (Not applicable for the Review Period)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Not applicable for the Review Period);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) SEBI (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued there under;





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 there under, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 17 (1) of SEBI (LODR) Regulations, 2015	The composition of the Board did not fulfill the requirement of at least one woman Independent director with effect from 31.3.2021 as required under Regulation 17(1) of SEBI (LODR) Regulations, 2015.	Non-compliance with the provisions of Regulation 17 (1) of SEBI (LODR) Regulations, 2015, w.e.f. 31.3.2021

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar 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 there under:

S.N	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.
	NIL	NIL	NIL	NIL

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

S.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year Ended 2018-19 and 2019-20 - (The years are to be	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the



		<i>mentioned</i> <b>2018-19</b>		<b>listed entity</b>
1	Non-compliance pertaining to the composition of the Board in respect of not having sufficient number of Independent Directors on the Board of the Company during the period commencing from 1 <sup>st</sup> April, 2018 till 1 <sup>st</sup> November, 2018.	The Company did not have sufficient number of Independent directors as required under Regulation 17(1) of SEBI (LODR) Regulations, 2015 during period commencing 1 <sup>st</sup> April 2018 till 1 <sup>st</sup> November, 2018.	Complied with provisions of Regulation 17(1) of SEBI (LODR) Regulations, 2015 with effect from 2.11.2018.	Complied with Provisions of Regulation 17(1) of SEBI (LODR) Regulations, 2015.  The matter stands settled
2	The composition of audit committee was not in terms of Regulation 18 during the period April 1, 2018 to May 15th, 2018 due to not having sufficient number of Independent Directors on the Board.	The composition of audit committee was not in terms of Regulation 18 during the period April 1st, 2018 to May 15th, 2018 due to not having sufficient number of Independent Directors on the Board.	The Company has complied with the provisions of Regulation 18 of SEBI (LODR) Regulations, 2015 from 16 <sup>th</sup> May, 2018 onwards.	Complied with the provisions of Regulation 18(1) of SEBI (LODR) Regulations 2015  Matter stands settled
3	The Company had not formulated policy on Board Diversity in terms of Schedule II Part D of SEBI (LODR) Regulations, 2015.	The Company had not formulated policy on Board Diversity in terms of Schedule II Part D of SEBI (LODR) Regulations, 2015.  The BSE and NSE had levied fine for this default in accordance with the Standard Operating Procedure	Board of Directors of the company has formulated and adopted policy on Board Diversity.  The Company has duly paid the penalty to NSE and BSE for the non-compliance.	The Company has since complied with the Regulation.  Matter stands Settled
		<b>2019-20</b>		
1	The Company had not complied with Regulation 17 (1) of SEBI (LODR) Regulations, 2015 for the period April 1, 2019 to April 8, 2019.	The composition of the Board did not fulfil the requirement of requisite number of Independent Directors under Regulation 17(1) of SEBI (LODR) Regulations, 2015, for 8 days during	The Company has appointed required number of Independent Directors and complied with the provisions of Regulation 17 (1) of SEBI (LODR)	The company has since complied with the regulation and paid the fine to both BSE and NSE..  Matter stands settled.





		<p>quarter ended 30.06.2019 i.e. from April 1, 2019 to April 8, 2019.</p> <p>The BSE and NSE had levied fine for this default in accordance with the Standard Operating Procedure which has been duly paid by the Company</p>	<p>Regulations, 2015, w.e.f. April 9, 2019</p>	
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For A.N. Kukreja & Co.  
Company Secretaries

*A.N. Kukreja*  
(A.N.Kukreja)

Proprietor

FCS 1070; CP 2318

ICSI Unique Code: S1995DE014900

UDIN: F001070C000419202



Date: 4 June, 2021

Place: New Delhi