

PUNJAB COMMUNICATIONS LIMITED

B-91, Phase-VIII, Industrial Area, SAS Nagar (Mohali)-160071

PCL/CS/16274

19th January, 2023

PUNCOM invites the applications for the appointment of Secretarial Auditor of the company for the Financial Year 2023-24, to conduct Secretarial Audit and furnish the Secretarial Audit Report to the Company, in terms of Section 204 of the Companies Act, 2013 and the rules framed there under.

ELIGIBILITY CRITERIA:

Qualifying Criteria for Appointment of Practicing Company Secretary (PCS)/ Firm of Companies Secretaries (Firm) is as under:-

- (i) Partner/ proprietor of PCS /firm should be a member of the Institute of Company Secretaries of India holding valid certificate of practice (Company Secretary in Practice)
- (ii) PCS /firm must hold a valid certificate issued by the Peer Review Committee of the Institute of Companies Secretaries of India
- (iii) PCS /firm must have an office in the tri-city i.e. Chandigarh, Panchkula & Mohali.
- (iv) PCS /firm should have at least two year experience in PSUs for Secretarial Audit as per Section 204 of the Companies Act, 2013.

Note: Documentary evidence (s) in support of above must be submitted along with the application.

TERMS & CONDITIONS:

- a) Only eligible firms are allowed to submit the quotations against this advertisement. Offers of firms without documentary evidence shall not be considered for evaluation.
- b) The secretarial audit team will work in strict confidence and will ensure that the data or any information related to company is dealt with strict confidentiality and secrecy.
- c) No partner/ proprietor of PCS/ firm should be related to any of directors or Key Managerial Person of the company. Further, neither the PCS firm nor its partner should have any interest in the business of the company
- d) PCS/ firm should be free from any disqualification under guidelines & Code of Conduct issued by ICSI, as well as under the provisions of Companies Act, 2013 read with applicable laws for the time being in force.

SCOPE OF WORK:

The broad scope of secretarial audit includes verification of the compliances under the enactment, rules, regulations and guidelines as provided in **Annexure I**. The Secretarial Audit shall be carried out in time-bound manner and Secretarial Auditor shall submit a report in prescribed form MR-3 as per rule 9(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

TIME PERIOD OF SUBMISSION: 19th January, 2023 to 28th January, 2023.

The application along with professional fees quoted (including out of pocket expenses) to conduct the audit, should reach by hand/post/courier in a sealed envelope on or before 28th January, 2023, latest by 5:00 p.m. at the following address:-

COMPANY SECRETARY
PUNJAB COMMUNICATIONS LIMITED
B-91, Phase-VIII, Industrial Area,
SAS Nagar (Mohali)-160071

Annexure I

- The Companies Act, 2013 (the Act) and the rules made thereunder
- Secretarial Standards issued by The Institute of Company Secretaries of India
- The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder
- Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
- The major provisions and requirements as prescribed under all applicable Labour laws viz. The Factories Act, 1948, The Payment of Wages Act, 1936, The Payment of Bonus Act, 1965, Industrial Dispute Act, 1947, Employee State Insurance Act, 1948, The Employee's Provident Fund and Miscellaneous Provisions Act, 1952, The Payment of Gratuity Act, 1972.
- Any other Act/laws/regulations as may be applicable or notified from time to time by the Competent Authority.