

Ref: CIFL/BSE/2021-22/23

Wednesday, June 30, 2021

To,
Manager – Listing,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalaal Street, Mumbai – 400001

Sub.: Submission of Annual Secretarial Compliance Report of Capital India Finance Limited (*Company*) for the year ended on March 31, 2021.

Dear Sir/ Madam,

In compliance with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circular *vide* no. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we would like to submit the Annual Secretarial Compliance Report for the year ended on March 31, 2021, issued by M/s Arun Gupta & Associates, Company Secretaries.

Kindly take the aforesaid on record and oblige.

Thanking you.

Yours sincerely,

For Capital India Finance Limited



Rachit Malhotra
Company Secretary & Compliance Officer
Membership No.: A39894



Encl: As above

Corporate office :
A-1402, One Bkc, 14th Floor,
G - Block, Bandra Kurla Complex,
Bandra (East) Mumbai,
Maharashtra- 400051

Registered Office :
2nd Floor, DLF Centre,
Sansad Marg,
New Delhi - 110001

P : +91 22 4503 6000
E : info@capitalindia.com
CIN No: L74899DL1994PLC128577
(Capital India Finance Limited)

P : +91 11 4954 6000
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Arun Gupta & Associates

Company Secretaries

Secretarial Compliance Report of Capital India Finance Limited for the year ended 31st March, 2021

To

Capital India Finance Limited

(CIN: L74899DL1994PLC128577)

2nd Floor, DLF Centre, Sansad Marg,

New Delhi – 110001

I **Arun Kumar Gupta, Company Secretary in Practice, Proprietor of Arun Gupta & Associates** have examined:

- (a) all the documents and records made available to us and explanation provided by Capital India Finance Limited (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification and considering the relaxations granted by the Securities and Exchange Board of India due to spread of the COVID-19 pandemic,

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; (Not applicable to the listed entity during the review period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

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- (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; (Not applicable to the listed entity during the review period)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;
- (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018,

and circulars/ guidelines issued thereunder.

Based on the above examination, I hereby report that:

(a) As on the date of issue of report, the listed entity has complied with the provisions of the above said Regulations and circulars/guidelines issued thereunder.

(b) During the review period, 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) During the review period, there are no actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

(d) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the review period.



For Arun Gupta & Associates

Arun Kumar Gupta
Company Secretary

ACS: 21227

C.P. No. 8003

UDIN: A021227C000510067



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Company Secretaries

Note: The State Governments has imposed certain restrictions including free movement of people for prevention and containment of Covid-19. Therefore, we were not able to personally visit the office of the Listed Entity for verification of physical documents and have obtained most of the documents in electronic mode. The explanations from the concerned officials of the Listed Entity have been obtained either orally or electronically.