

# V.R. ASSOCIATES

*Company Secretaries*

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Resi: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104  
Admn office: 31 Topiwala Center, Goregaon West, Mumbai 400 062  
Tel: 022-28774306; Mobile 98214 47548; e-mail: [cs.ram25@gmail.com](mailto:cs.ram25@gmail.com)  
GST No. 27ACSPV8251A1Z7 ; MSME Regn no. UDAYAM-MH-18-0050392

## Secretarial compliance report of LKP Finance Limited for the year ended 31<sup>st</sup> March, 2021

We V.R. Associates have examined:

- (a) all the documents and records made available to us and explanation provided by LKP Finance Limited ("the listed entity"). *Due to ongoing pandemic of Covid-19, all the papers, forms, returns filed and other records maintained by the Company, wherever possible, have been check virtually,*
- (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 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 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; - **Not Applicable**
- (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**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable**
- (g) Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations, 2013; - **Not Applicable**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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(i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

and circulars/ guidelines issued thereunder;

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, **except** in respect of matters specified below:-

| Sr.No | Compliance Requirement<br>(Regulations/ circulars /<br>guidelines including<br>specific<br>clause) | Deviations                                                                                                                             | Observations/<br>Remarks of the<br>Practicing<br>Company<br>Secretary                                              |
|-------|----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|
| 1.    | Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.      | The Board of Directors of the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six Directors. | The Non Compliance was made good by appointment of Mr. Dinesh Waghela, as Additional Director on December 4, 2020. |

(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/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 thereunder:

| Sr. No. | 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.                    |
|---------|-----------------|-----------------------------------------------------------------------|---------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| 1.      | BSE Limited     | Non-compliance with the requirements pertaining to the composition of | Email for fine of Rs. 10,79,700/- was received by the Company, due to non-compliances | Subsequent to the Company's appeal, BSE Limited vide its email dated 24 <sup>th</sup> |

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|  |  |                                                                                                                |                                                                                |                                                                                                                                                                                                   |
|--|--|----------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|  |  | the Board as per Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. | Regulation 17(1) for two consecutive quarters i.e. June 2020 & September 2020. | February, 2021 waived the fines levied for June 2020 and December, 2020 quarter. However, the Company was requested to pay Rs. 3,77,600/- as fines for December, 2020 quarter. The fine was paid. |
|--|--|----------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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

| Sr. No. | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended...<br>(The years are to be mentioned) | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|---------|--------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| NIL     | NIL                                                                      | NIL                                                                                                             | NIL                                        | NIL                                                                                    |

For **V.R. Associates**

**Company Secretaries**

**V.Ramachandran**

**V. Ramachandran**

**Proprietor**

**ACS 7731; CP 4731**

Digitally signed by V.Ramachandran  
DN: cn=V.Ramachandran,  
2.5.4.20=1e4b1e2b333b438a257d442b7c5f48a201e7c0f7  
e51b4523475d8e1f1ba7c1; postalCode=400104,  
streetName=0171,  
serialNumber=92aa56c537564dcae0063fb7e4f86c144fec  
70b587b10f6605b7437644c6, cn=V.Ramachandran  
Date: 2021.06.23 16:22:43 +05'30'

Place : Mumbai

Date : 23<sup>rd</sup> June, 2021

UDIN: A007731C000503391