

03<sup>rd</sup> July, 2021

To,  
The Manager - Corporate Service Department  
**BSE Limited,**  
PhirozeJeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001.

Scrip Code : **531387 –Hasti Finance Limited**

**Sub: Compliance Certificate under Regulation 24(A) of SEBI (LODR) Regulations, 2015**

Dear Sir(S),

In terms of Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Secretarial Compliance Report is enclosed herewith issued by Somani & Associates, Practising Company Secretary, for the financial year ended on 31<sup>st</sup> March, 2021.

Kindly take the same on your record and oblige.

Thanking you,

Yours faithfully,

For **Hasti Finance Limited**

**Nitin Prabhudas Somani**  
**Managing Director**  
**(DIN: 00841378)**

Encl: As above

To,

Directors,  
Hasti Finance Limited,

**Sub: Secretarial Compliance Report of Hasti Finance Limited for the year ended March 31, 2021.**

I, Poonam Somani, have examined:

(a) all the documents and records made available to us and explanation provided by **Hasti Finance 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, 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- **Not Applicable**
- (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 and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

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(a) The listed entity has mostly 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	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 33, 30, 44 & others of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	Delay in submission of Financial Results for the Quarter ended March 2020 and June 30, 2020. XBRL submissions of Results were also delayed. Intimations and Outcomes of Board Meetings were also delayed or violated  Delay in submission of Voting Results of AGM.	Delay in submission of Financial Results for the Quarter ended March 2020 and June 30, 2020. XBRL submissions of Results were also delayed. Intimations and Outcomes of Board Meetings were also delayed or violated  Delay in submission of Voting Results of AGM.
2.	Regulation 46 of SEBI (LODR), Regulations 2015	Company has not updated website	Company has not updated website
3.	Regulation 47 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	Newspaper Advertisement were not available	Newspaper Advertisement were not available
4.	Regulation 14 of SEBI (LODR), Regulations 2015	Company has not paid Annual Listing Fee for F.Y. 2020-21	Company has not paid Annual Listing Fee for F.Y. 2020-21
5.	Regulation 18 and 20 of SEBI (LODR), Regulations 2015	Chairman of Audit Committee and Stakeholders Relationship committee were not present in AGM.	Chairman of Audit Committee and Stakeholders Relationship committee were not present in AGM.

(b) The listed entity has mostly maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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 during the financial year 2020-21 (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/

guidelines issued thereunder:

<b>Sr. No.</b>	<b>Action taken by</b>	<b>Details of Violation</b>	<b>Details of action taken E.g. fines, warning letter, debarment, etc.</b>	<b>Observations/ remarks of the Practicing Company Secretary, if any.</b>
1.	<p>The BSE Limited intimated that the company has to pay SOP fines Under regulation 29(2), 29(3) of the SEBI(LODR) Regulations,2015.</p> <p>Intimation also contained that all the promoters' demat accounts would be frozen if the compliance was not completed and fines not paid.</p>	<p>Delay in submission of Documents/ submission of Reports/appointments under regulations 29(2), 29(3) of the SEBI (LODR), Regulations, 2015.</p>	<p>BSE mailed to the company informing the Fines imposed of Rs. 11800/- (Including GST). Further the same communication contained that all the promoters' demat accounts would be frozen if the compliance was not completed and fines not paid.</p>	<p>Company submitted waiver of penalty application to BSE limited. However there is no reply from BSE on that waiver application.</p>
2.	<p>The BSE Limited intimated that the company has to pay SOP fines Under and 33 of the SEBI (LODR) Regulations, 2015 compliance.</p> <p>Intimation also contained that all the promoters' demat accounts would be frozen if the compliance was not completed and fines not paid.</p>	<p>Delay in submission of Documents/ submission of Reports/ appointments under regulations 33 of the SEBI (LODR), Regulations, 2015</p>	<p>BSE mailed to the company informing the Fines imposed of Rs. 1,71,100/- (Including GST). Further the same communication contained that all the promoters' demat accounts would be frozen if the compliance was not completed and fines not paid.</p>	<p>Company submitted waiver of penalty application to BSE limited. However there is no reply from BSE on that waiver application.</p>

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3.	BSE mailed to the company for payment of Annul Listing fees for the f.y. 2020-21	Violation of Regulation 14 of the SEBI (LODR), Regulations, 2015	BSE mailed to the company to pay the outstanding annual Listing fees of Rs. 354000/-  In case outstanding ALF dues of the Exchange are not paid to the Exchange within the time prescribed then it will initiate action(s) against the Company in terms of the circulars issued by the Exchange from time to time	Not Applicable
4.	SEBI sought information from the company u/s 11(2)(ia) of SEBI Act, 1992 with respect to changes in shareholding pattern of promoters between the period August 2010 to August 2015 along with disclosures made by company with respect to change in shareholding of the promoters and other information thereafter.	SEBI Act, 1992, SEBI (SAST) Regulations and SEBI(PIT) Regulations	SEBI Sought information from the company u/s 11(2)(ia) of SEBI Act,	Company submitted documents to SEBI.

(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
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**Somani & Associates**  
**(Practicing Company Secretaries)**  
**Email id: somani.poonam1@gmail.com**  
**(Ph: +91-9769921765)**

1.	<p>Delay in submission of Financial Results for the Quarter ended March 31 2019, June 30, 2019, September 30, 2019 and December, 2019. Intimations and Outcomes of Board Meetings were also delayed or violated</p> <p>Delay in submission of RPT Transactions details and Voting Result of AGM</p>	For the financial year 2019-20.	As per the information and explanation provided by the management, they have taken actions to avoid delays and violations. Further, they will be more vigilant for compliances.	The company needed stricter steps to comply with provisions.
2	<p>Submission of Annual Report on BSE website was delayed. Dispatch proof of annual report to shareholders was not available. .Company should observe executive directors remuneration (Reg. 17) and related parties transactions (Reg. 23) compliance..</p>	For the financial year 2019-20.	As per the information and explanation provided by the management, they have taken actions to avoid delays and violations. Further, they will be more vigilant for compliances	The company needed stricter steps to comply with provisions.
3	Company has not updated website	For the financial year 2019-20.	As per the information and explanation provided by the management, they will be more vigilant for compliance.	Website has not been updated

**Somani & Associates**  
**(Practicing Company Secretaries)**  
**Email id: somani.poonam1@gmail.com**  
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4	Newspaper Advertisement were not available	For the financial year 2019-20.	As per the information and explanation provided by the management, they will be more vigilant for compliance.	Newspaper copies were not available for previous year also.
5	Trading window closure intimation delayed	For the financial year 2019-20.	As per the information and explanation provided by the management , they have taken actions to avoid delays and violations .	Not Applicable

**For Somani & Associates**  
**( Company Secretraies)**

**Poonam Somani**  
**(Proprietor)**  
**FCS No.: 9364**  
**C P No.: 8642**

**Place: Mumbai**  
**Date: 03/07/2021**  
**UDIN: F009364C000571343**

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