

SOM DATT FINANCE CORPORATION LTD.

CIN :L65921DL1993PLC377542

05.06.2021

BSE Ltd.
Floor 25, P. J. Towers, Dalal Street
MUMBAI — 400 001
(Scrip Code: 511571)

Sub : Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2020

Dear Sirs,


Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019, we are attaching herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March 2021 issued by M/s Naveen Narang & Associates, Company Secretaries.

You are requested to take the same on record.

Thanking You

Yours Truly

For Som Datt Finance Corporation Limited


Sandip Kumar Chaubey
Company Secretary
Membership No. A35694



**SECRETARIAL COMPLIANCE REPORT OF “SOM DATT FINANCE CORPORATION LTD”
FOR THE YEAR ENDED MARCH 31, 2021**

I, Naveen Narang, Partner of M/s Naveen Narang & Associates, Practicing Company Secretary bearing Membership No. 6193 and Certificate of Practice Number 6621 and having office at H-3/63, 1st Floor, Vikaspuri, New Delhi - 110018 have examined:

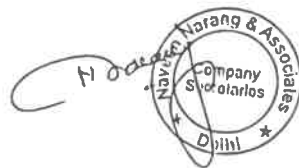
- a) all the documents and records made available to us and explanation provided by Som Datt Finance Corporation Ltd (“the listed entity”),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/filing, as may be relevant, 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, as the company has not issued any capital during the 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, as the company has not bought back any securities during the Review Period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not applicable, as the company has not issued any Shares during the Review Period.**



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable, as the company has not issued any Debt Securities during the Review Period.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable, as the company has not issued & redeemed any Preference Shares during the Review Period.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The listed entity has complied with the following other laws applicable specifically to the Company:
 (1) RBI Act, 1934 including Rule & Regulations and circulars/ guidelines issued thereunder;

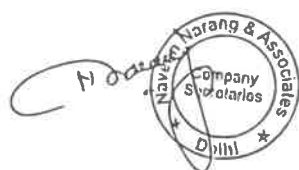
And based on the above examination, I/We hereby report that, during the Review Period:

- 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 (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	NIL		

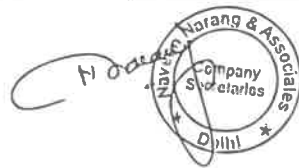
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ 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	Period of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
		NIL			



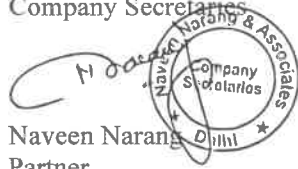
- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (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
1.	As per Regulation 29(2), the Company was required to give prior intimation of the meeting of the Board of Directors at least 5 days in advance in which proposal w.r.t financial results is considered. The prior intimation to the BSE was given with a delay.	31 st March 2020	The Company deposited the fine imposed by the BSE in this regard.	During the current year the Company has ensured that the intimation under Rule 29(2) is given to the BSE within prescribed time without any delay.
2.	As per Regulation 13(1), the Company was required to ensure that adequate steps are taken for expeditious redressal of investor complaints. For one of the investor complaint, there was a delay in redressal on the part of the Company.	31 st March 2020	The investor complaint was redressed by the Company and has deposited the fine imposed by the BSE for the delay.	During the current year the Company has ensured that redressal of investor complaints is done expeditiously without any delay.
3.	As per Regulation 19, the Chairman of the Company cannot Chair the meeting of Nomination and Remuneration Committee. In one of the meeting of NRC during the year, the Chairman of the entity acted as Chairman of the NRC.	31 st March 2020	The NRC was reconstituted in accordance with the SEBI Regulations and fine imposed by the BSE for the default has been deposited.	The Company duly complied with Regulation 19 during the year.



4.	As per Regulation 44 (3), the Company was required to submit the voting results of AGM to the Stock Exchange within 48 hours of conclusion of the meeting. The voting results on resolutions passed at the AGM were submitted with a delay to the BSE.	31 st March 2020	The Company deposited the fine imposed by the BSE in this regard.	During the current year the Company has ensured that the voting results are submitted under Regulation 44(3) to the BSE within prescribed time without any delay.
5.	As per Regulation 6(1), the Company was required to appoint a Company Secretary as the Compliance Officer. The Company Secretary of the Company resigned in April 2019 and the vacancy was filled in December 2019.	31 st March 2020	The corrective action has been taken by the Company and has deposited the fine imposed by the BSE for the delay in appointment of Company Secretary.	The Company is having a Company Secretary cum Compliance Officer and duly complied with Regulation 6(1) during the year.

For Naveen Narang & Associates
Company Secretaries



Naveen Narang
Partner
M. No. 6193
C.P. No. 6621
UDIN: F006193C000417879

Place: Delhi
Date: 03.06.2021