

**N. Madhavi, M.Com., LLB, ACS**  
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**SECRETARIAL COMPLIANCE REPORT**  
OF  
**LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED**  
(CIN L65920TG1923PLC000044)  
**FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2021**

I have examined:

- (a) all the documents and records made available to us and explanation provided Lakshmi Finance & Industrial Corporation 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 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 to the Company 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 to the Company during the review period);**

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

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company 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 to the Company during the review period);**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued there under;

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

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under except the following:

1) *There was delay in appointment of new Company Secretary in the vacancy caused due to resignation of earlier Company Secretary. Hence non-compliance of section 203 of Companies Act, 2013 and Reg. 6(1) of SEBI (LODR) Regulations, 2015.*

2) *There was delay in disclosure u/r 7(2) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 with regard to inter-se transfer of shares among Promoters by way of gift. Hence non-compliance under SEBI (PIT) Regulations, 2015 and the Company has made an application voluntarily in the matter before SEBI for settlement proceedings.*

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my 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 there under:

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	National Stock Exchange of India Limited (NSE)	SEBI (LODR) Regulations, 2015	Fine of Rs.63,000 plus taxes were levied and paid	Fine was levied for part of the period i.e., upto 31/12/2020

**(d)** The listed entity has taken the following actions to comply with the observations made in previous reports: **Not applicable.**

Date : 25.06.2021  
Place: Hyderabad

N. MADHAVI  
COMPANY SECRETARY IN PRACTICE  
M.NO. A16866; CP NO. 11732  
UDIN: A016866C000518499