



DECILLION FINANCE LIMITED

Regd. Off: " JAJODIA TOWER", 4TH FLOOR, ROOM NO. D-8, 3, BENTINCK STREET, KOLKATA - 700 001
PHONE : (O) 2248 5664, 2243 9601, E-MAIL : info@decillion.co.in WEBSITE : www.decillion.co.in

CIN : L65999WB1995PLC067887

Date: 21/06/2021

To,
The Secretary,
Listing Department
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001

To,
The Secretary,
Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata-700001

Scrip Code: 539190

Sub: Submission of Annual Secretarial Compliance Report for the Year Ended 31st March, 2021

Dear Sir/Madam,

Pursuant to the Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 and SEBI/HO/CFD/CMD1/P/CIR/2021/556 dated April 29, 2021 please find enclosed herewith the Annual Secretarial Compliance Report of Decillion Finance Limited for the year ended 31st March, 2021 as issued by Mr. Rajesh Ghorawat, Practicing Company Secretary.

This is for your information and records.

Thanking you,

Yours faithfully,
For Decillion Finance Limited

Ishu Maskara

Ishu Maskara
Company Secretary & Compliance Officer

Encl: As above

RAJESH GHORAWAT

PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD,
KASBA BAKULTALA, 3RDFLOOR,
KOLKATA-700042
MOBILE- 9836029000
Email Id-rgadvisory18@gmail.com

Secretarial Compliance Report of **DECILLION FINANCE LIMITED**
for the year ended March 31, 2021

To,
Decillion Finance Limited
"Jajodia Tower" 3, Bentinck Street,
4th Floor, Room No. D-8,
Kolkata – 700001, West Bengal

I, Rajesh Ghorawat, Practising Company Secretary have examined:

- a) all the documents and records made available to us and explanation provided by **Decillion 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:
 - (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (ii) 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, **to the extent of Acts/ Provisions of the Acts applicable to the company** 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)*

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- (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;
- (i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulation, 1993 and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, 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)	Deviation	Observations/ Remarks of the Practising Company Secretary
1.	Delay in Compliance of Regulation 23(9) of SEBI (LODR) Regulation, 2015 for the Half Year ended September, 2020	Delay in compliance of one (1) day of the said regulation. BSE via mail as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 imposed fine on the company.	The Company served a letter to BSE Limited via mail dated 28-01-2021 seeking waiver off penalty and the matter is still under consideration / pending with BSE Limited.
2.	Delay in compliance of Regulation 13(3), 27(2) and 31 of SEBI (LODR), 2015 for the quarter ended 31 st March, 2020.	The Company has Complied with the said regulations after the revised due-date i.e. May 15, 2020, due to the nationwide	The Company wrote letter to BSE Limited with a request to waive off the fine levied on the company due to Non-Compliance of Regulations and with

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		lockdown in order to stop the spread of COVID-19 Global Pandemic.	regular follow up the BSE Limited waived off the fine levied in respect of the Regulation 13(3), 27(2) and 31 on the company.
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- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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 Violations	Details of action taken E.g. Fines, Warning Letter, Debarment, etc.	Observations/ Remarks of the Practising Company Secretary, if any.
1.	BSE	Delay in submission of Related Party Transactions on consolidated basis pursuant to the Regulation 23(9) of SEBI (LODR) Regulations, 2015 for the Half Year ended 30 September, 2020	Fines as per SEBI circular no. SEBI/HO/CFD/CM D/CIR/P/2020/12 dated January 22, 2020	The Company had requested to waive off the fines imposed on the Company vide its letter dated 27 th January, 2021 for delay in filing of Related Party Transactions on consolidated basis pursuant to Regulation 23(9) of SEBI (LODR) Regulations, 2015 for the half year ended 30 September, 2020. Further, reply from BSE Limited is yet to be received.
2.	BSE	Delay in Submission of Investor Complaint pursuant to the Regulation 13(3), 27(2)	Fines as per SEBI circular no. SEBI/HO/CFD/CM D/CIR/P/2018/77	The Company wrote a letter to BSE and requested to take lenient view in this matter and also requested to waive

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		& 31 of SEBI (LODR) Regulations, 2015 for the quarter ended 31 March, 2020	dated May 03, 2018 (erstwhile SEBI circular CIR/CFD/CMD/12/2015 dated November 30, 2015)	off the fines levied on the Company during the COVID-19 Global Pandemic & Nationwide Lockdown. Further, the BSE Limited waived off the fine levied on the Company vide its mail dated 25/01/2021, 29/09/2020 & 23/12/2020 respectively.
3.	BSE	Freezing of Promoter Demat Account for Non-Compliance/ Non-payment of fines for Regulation 27(2), 31 and 13(3) of SEBI (LODR), 2015	SEBI CIR. SSEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020	Due to non-payment of fines levied on the Company for non-compliance of Regulation 13(3), 27(2) and 31 of SEBI (LODR), Regulations, 2015, the Company has received mail from BSE Limited regarding freezing of promoters Demat Account. Further, the Company vide its letter dated 19.11.2020 had explained the reasons along with the Payment of requisite fine with a view that after the waiving off of fines the said amount will be adjusted with the Annual listing Fees of the Company. Further, the BSE Limited unfreezes the promoter's Demat account and later on BSE also waived off the fines levied on the Company in this matter.

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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	Observation made in the Secretarial Compliance report for the year ended	Actions taken by the Listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Non-Submission of Financial Results for the Quarter Ended June, 2019	2020	The Company had filed the Financial Result for the quarter ended June, 2019 vide its letter dated 14.09.2019. As per the SEBI Circular CIR/CFD/FAC/62/2016 dated 05.07.2016, during the first year of implementation of IND-AS, the timeline for submission of financial result was September, 14.	NIL
2.	Few Uploads were not in Machine Readable Format	2020	Company took necessary actions in this respect.	NIL
3.	RTA SEBI registration number in XBRL filing is not mentioned require to rectify & mention correct RTA SEBI	2020	Company took necessary actions and filed revised XBRL on 22 nd July, 2019.	NIL

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	registration number in XBRL.			
4.	XBRL filing of Financial Result is not as per NBFC (Division III) Format – Submit revised XBRL filing of Result in proper format.	2020	Company has filed revised XBRL in the appropriate format on 14 th September, 2019.	NIL



Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

UDIN: F007226C000491149

Date: 21/06/2021
Place: Kolkata