



MANSI FINANCE (CHENNAI) LTD.

Regd. Off. : Mansi Mansion, 22-B, Mulla Saheb Street, Sowcarpet, Chennai-600 079.

Tel : +91-44-25293298, 25292139, 25293772, 25298486

E-mail : mansi@mansiindia.com

No. 45A/10, BARNABY ROAD, KILPAUK, CHENNAI-600 010
(CIN: L65191TN1994PLC028734)

30.05.2022

The Manager,
Bombay Stock Exchange Limited,
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

**Sub: Submission of Annual Secretarial Compliance Report of the Company
for the year ended March 31, 2022.**

With reference to above, enclosed please find attached Annual Secretarial Compliance Report of the Company for the year ended March 31, 2022.

Please acknowledge the receipt and do the needful.

Thanking you,

Yours faithfully,
For MANSI FINANCE (CHENNAI) LIMITED

(SURESH BAFNA)

Chairman & Managing Director

DIN: 00007655

No. 4/9B, Branson Garden Street,

Kilpauk,

Chennai – 600 010.



28.05.2022

To,
The Board of Directors,
M/s. MANSI FINANCE (CHENNAI) LIMITED
'Mansi Mansion'
No. 22-B, Mulla Sahib Street,
Sowcarpet,
Chennai – 600 079.

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the financial year 2021-22
(year ended on March 31, 2022)**


We have been engaged by M/s. MANSI FINANCE (CHENNAI) LIMITED (*"the Company"*) (CIN: L65191TN1994PLC028734) whose equity shares are listed on The Bombay Stock Exchange Limited to conduct an audit in terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 to issue the Annual Secretarial Compliance Report thereon for the financial year 2021-22 (year ended on March 31, 2022).

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and circulars / guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively. Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars / guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with the Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. The required Annual Secretarial Compliance Report is enclosed with this letter.

Please acknowledge the receipt and do the needful.

Thanking you,
Yours faithfully,
For MUNDHARA & CO,
Company Secretaries
(ICSI Unique Code: S1988TN005000)
Peer Review Certificate No: 2155/2022


(JAGDISH P MUNDHARA)
Proprietor
FCS 2353 C.P. NO. 1443





**Secretarial Compliance Report of Mansi Finance (Chennai) Limited
for the year ended March 31, 2022**

To,
The Board of Directors,
M/s. MANSI FINANCE (CHENNAI) LIMITED
'Mansi Mansion'
No. 22-B, Mulla Sahib Street,
Sowcarpet,
Chennai – 600 079.

We have examined:

- a) all the documents and records made available to us and explanation provided by M/s. MANSI FINANCE (CHENNAI) LIMITED (*"the listed entity"*);
- b) the filings / submissions made by the listed entity to the stock exchanges;
- c) website of the listed entity; and
- d) any other document / filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **March 31, 2022** (*"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 and amendments from time to time;
- 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*);





Mundhara & Co.,

COMPANY SECRETARIES
JAGDISH P MUNDHARA, B.Com (Hons.), FCS

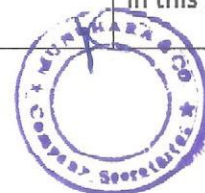
C1, Roop Chamber, 3rd Floor,
No. 43, Erulappan Street, Sowcarpet,
Chennai – 600 079.
Tel: 044 – 2536 8835
Email ID: mundhara_co@yahoo.co.in

- 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 Participants) Regulations, 2018; 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 (Regulations/circulars/guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Related party transactions.	The Company was required to submit disclosures on related party transactions on a consolidated basis within 30 days from the date of publication of its standalone financial results for the half year ended September 30, 2021, in the format specified in the relevant accounting standards for annual results to the stock exchanges and publish the same on its website.	The Company has classified itself as an exempted Company by virtue of Regulation 15(2) from complying with the provisions of Regulation 23(9) as the paid-up capital of the Company is less than Rs.10 Crores and has submitted the Non-Applicability Certificate in this regard.
2.	Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Other Corporate Governance Requirements.	The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognised stock exchange(s) within twenty one days from the end of each quarter	The Company has classified itself as an exempted Company by virtue of Regulation 15(2) from complying with the provisions of Regulation 27 as the paid-up capital of the Company is less than Rs.10 Crores and has submitted the Non-Applicability Certificate in this regard.





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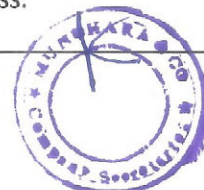
3.	Regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Disclosure in the website of the Company	The listed entity has to maintain a functional website containing the information about the listed entity	The Company has not updated its website with regard to various matters which are statutorily required to be placed on the website of 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 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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The Company has not updated its website with regard to various matters which are statutorily required to be placed on the website of the Company.	31.03.2020	Periodic Documents are getting updated regularly. Delay is due to change in service provider. Other uploading is under process.	Nil





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2.	In accordance with regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company during the quarter ended March, 2019 and June, 2019, has failed to publish news paper advertisements in relation to notice of the meetings of the board of directors where the financial results were discussed.	31.03.2020	The Company is now publishing the required disclosures in the News Papers regularly.	Nil
3.	In accordance with regulation 6(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had appointed the Company Secretary as its Compliance Officer with effect from May 11, 2019.	31.03.2020	The Company has appointed the Company Secretary as its Compliance Officer with effect from May 11, 2019.	Nil
4.	The Company has not closed its trading window for the quarter ended March, 2019 and June, 2019 as per Clause 4 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015 and circular issued by the Bombay Stock Exchange Limited in this regard.	31.03.2020	The Company is now regularly closing and intimating the closure of the trading window to the exchange.	Nil
5.	The Company has not maintained any such digital database as required under Regulation 3 (5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.	31.03.2020	The Company has started maintaining the said database.	Nil





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6.	The Company has not made disclosure for the half year ended September 30, 2019 under Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	31.03.2020	The Company has classified itself as an exempted Company by virtue of Regulation 15(2) from complying with the provisions of Regulation 23(9) as the paid-up capital of the Company is less than Rs.10 Crores and has submitted the Non-Applicability Certificate in this regard.	The Company has classified itself under the exempted category based on its paid-up capital. However, the net worth of the Company is exceeding Rs.25 Crores and thereby requiring the Company to comply with the said regulation.
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For MUNDHARA & CO,
Company Secretaries
(ICSI Unique Code: S1988TN005000)
Peer Review Certificate No: 2155/2022

K. Jagdish P. Mundhara

(JAGDISH P MUNDHARA)
Proprietor

FCS 2353 C.P. NO. 1443

UDIN: F002353D000414041

Place: Chennai

Date : 28.05.2022

