



MORARKA FINANCE LIMITED

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www.morarkafinance.in , investor@morarkafinance.in
CIN : L67120MH1985PLC035632

REF: MFL/2019-20/027

May 30, 2019

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai - 400 001
Fax: 22723 2082 /3132

Kind Attn: General Manager DCS-CRD **Ref: Scrip Code: 511549**
Sub: Annual Secretarial Compliance Report - Regulation 24 (A) SEBI LODR

Dear Sir,

We wish to inform you that Pursuant to Regulation 24 (A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Annual secretarial audit report for the year ended March 31, 2019 issued by M/s VKM & Associates, Practicing company secretaries. Please note that pursuant to regulation 15(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the same is not applicable to the company since the issued and paid up capital and the networth of the company is below Rs 10 crores and Rs 25 Crores respectively.

You are kindly requested to the same on record and acknowledge the receipt.

Thanking you,

Yours Sincerely

Hemalkumar H Shah
Company Secretary & Complince Officer
Encl. as above

Annual Secretarial Compliance Report for the year ended 31st March 2019

To,

Morarka Finance Limited
511--Makers Chambers, V,
221-Nariman Point,
Mumbai-400021

We, VKM & Associates have examined:

- (a) all the documents and records made available to us and explanation provided **Morarka 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 31st March, 2019 ("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;
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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: - **No deviations observed**

<i>Sr No</i>	<i>Compliance Requirements (Regulations/Circulars/Guidelines including specific clauses)</i>	<i>Deviations</i>	<i>Observations/Remarks</i>
		

(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 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 (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder: **No violation occurred**

<i>Sr No</i>	<i>Action taken by</i>	<i>Details of Violation</i>	<i>Details of Action taken</i>	<i>Comments on the Actions taken by the Company</i>
			



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

<i>Sr No</i>	<i>Observations in the previous Reports</i>	<i>Observations made in the Secretarial Compliance Report for the year ended 31st March, 2018</i>	<i>Actions taken by the Listed Entity; if any</i>	<i>Comments on the Actions taken by the Company</i>
Not Applicable				

Date: 13/05/2019
Place: Mumbai

For VKM & Associates
Practicing Company Secretary




(Vijay Kumar Mishra)
Partner
FCS No. 5023
CP No.: 4279