



May 28, 2022

BSE Limited

Sir Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400 001
Security Code: 532628

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C-1, Block G
Bandra Kurla Complex,
Mumbai – 400 051
Scrip code: 3IINFOLTD

Dear Sir/ Madam,

Sub: Annual Secretarial Compliance Report for the year ended on March 31, 2022

Pursuant to Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report of the Company dated May 27, 2022 for the year ended on March 31, 2022 issued by BNP & Associates, Company Secretaries.

You are requested to take the same on record.

Thanking you.

Yours faithfully,
For **3i Infotech Limited**

Varika Rastogi
Company Secretary

Encl: As above

**SECRETARIAL COMPLIANCE REPORT OF 3i INFOTECH LIMITED
FOR THE YEAR ENDED MARCH 31, 2022**

**To
The Board of Directors
3i Infotech Limited**

We, BNP & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by 3i Infotech Limited ("the listed entity"),
- (b) the filings / submissions made by the listed entity,
- (c) website of the Company,
- (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 (SEBI) Act, 1992 and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956, 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 applicable, include: -

- (a) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) The SEBI (Prohibition of Insider Trading) Regulations, 2015;
- (c) The SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (d) The SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; and
- (e) The SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Provisions of the following Regulations and Guidelines were not applicable to the Company during the reporting period: -

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018,
- (b) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021



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 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 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 Company, if any	Comments of the Practicing Company Secretary on the actions taken by the Listed Entity
Not applicable				



BNP & Associates

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- (e) In view of the fact that there has been no change in the Statutory Auditor/s of the Company during the period under review, the compliance with the requirement of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 is not necessary during the year ended 31st March, 2022.



Kavita Digitally signed
by Kavita
Dipesh Dipesh Shah
Date:
Shah 2022.05.27
15:50:29 +05'30'

Date: 27th May, 2022
Place: Mumbai

Kavita D Shah
Associate Partner
ACS 50804/COP No. 20796
UDIN: A050804D000396611
For BNP & Associates
Company Secretaries
[Firm Regn. No.: - P2014MH037400]
PR No.: - 637/2019