



Finance Limited

Ph. : 011 4235 1486

# FRANKLIN LEASING AND FINANCE LIMITED

Unit/Shop No. 205, Second Floor, Aggarwal City Mall Road No. 44, Pitampura, Delhi - 110 034

E-mail : franklinleasingfinance@gmail.com, Website : www.franklinleasing.in

CIN No. U74899DL1992PLC048028

Date: 17<sup>th</sup> May, 2022

To,

The Bombay Stock Exchange Limited,

PJ Towers, Dalal Street

Mumbai- 400 001

Dear Sirs,

Sub : Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2022, pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.CIR/CFD/CMD1/27/2019 dated 08/02/2019

Ref.: Script Code: BSE-539839

We herewith submit the Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2022, pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08/02/2019 as certified by Mr. Akhil Agarwal, Practicing Company Secretary.

Please take the same on record

Thanking you,

Yours faithfully

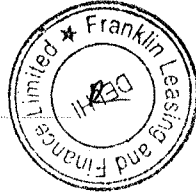
For Franklin Leasing & Finance Limited

*Rashmi Bhagat*

RASHMI BHAGAT

Company Secretary

Membership No. 54366



SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2022

PURSUANT TO REGULATION 24A OF THE SEBI [LISTING OBLIGATIONS AND  
DISCLOSURE REQUIREMENTS] REGULATION, 2015 READ ALONGWITH  
SEBI CIRCULAR CIR/CFD/CMF1/27/2019 DT 08/02/2019

I, Akhil Agarwal have examined:

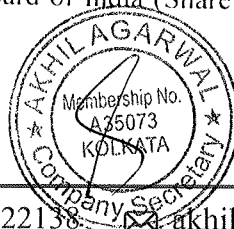
- (a) all the documents and records made available to us and explanation provided by FRANKLIN LEASING & LEASING LTD ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31<sup>ST</sup> MARCH, 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 circulars/ guidelines issued thereunder;

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 in respect of matters specified below:-

<i>Sr.No</i>	<i>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</i>	<i>Deviations</i>	<i>Observations/ Remarks of the Practicing Company Secretary</i>
NIL			

- (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/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 there under:

<i>Sr.No.</i>	<i>Action taken by</i>	<i>Details of violation</i>	<i>Details of action taken E.g. fines, warning letter, debarment, etc.</i>	<i>Observations/ remarks of the Practicing Company Secretary, if any.</i>
NIL				

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

<i>Sr. No.</i>	<i>Observations of the Practicing Company Secretary in the previous reports</i>	<i>Observations made in the secretarial compliance report for the year ended...</i>	<i>Actions taken by the listed entity, if any</i>	<i>Comments of the Practicing Company Secretary on the actions taken by the listed entity</i>
NIL				

Place: Kolkata  
Date: 17/05/2022



*Akhil Agarwal*  
AKHIL AGARWAL  
ACS No.: 35073  
C P No.: 16313  
UDIN No. A035073D000328795