



Ref. No: SHCL/CO/DJB/F.1104(14)/19-20/0355
Date: 29/05/2019

BSE Ltd.
Phiroz Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code / Scrip ID: 511533

Subject: Annual Secretarial Compliance Report for the Financial Year ended 31st March 2019.

Dear Sirs,

In terms of the SEBI Circular No.: CIR/CFD/CMD1/27/2019 dated 8th February 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued to the Company viz. Sahara Housingfina Corporation Limited by P V Subramanian, Company Secretary in Whole-time Practice, for the financial year ended 31st March 2019.

This is for your information and records.

Yours faithfully,

For Sahara Housingfina Corporation Limited



D J Bagchi
Company Secretary

Encl.: as above

P. V. SUBRAMANIAN

B.Com, LL.B., ACS.

Company Secretary in Whole-time Practice

81/8, Regent Estate,
Kolkata-700 092, India.

Mobile: 98300 26425

Email: pvsm17@rediffmail.com

**SECRETARIAL COMPLIANCE REPORT
OF**

**SAHARA HOUSINGFINA CORPORATION LIMITED
FOR THE YEAR ENDED ON 31ST MARCH, 2019.**

**[Pursuant to Circular No.: CIR/D/CMD 1/27/2019 dated 08/02/2019 issued by
Securities and Exchange Board of India]**

To,
Sahara Housingfina Corporation Limited,
46, Dr. Sundari Mohan Avenue,
Kolkata-700014.

I, P. V. Subramanian, Company Secretary in Whole-time Practice, have examined:

- (a) all the documents and records made available to me and explanations provided by **Sahara Housingfina Corporation 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 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;

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- (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);**
- (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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and
- (k) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the company during the review period);**

and 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 thereunder, except in respect of matters specified below:-

1	2	3	4
Sr. No.	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1	Regulation 19(2) of SEBI (LODR), Regulations 2015	BSE Ltd had observed that the Chairperson of the company has chaired the meeting of the Nomination and Remuneration Committee, vide letter LIST/COMP/Reg.27(2)& Reg.17 to 21/Sep-18/511533/960/2018-19 dated October 31, 2018	<ol style="list-style-type: none"> 1. The company had submitted to the exchange that the Board of Directors of the Company does not have any designated Chairman. 2. The Company therefore, had also appealed to the exchange for reconsideration of its order in view of what has been stated in Point No 1 above.



(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my 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
1	BSE Ltd	Regulation 19(2) of SEBI (LODR), Regulations 2015	Fine of Rs 2,17,120/- (inclusive of GST Rs 33,120/-) was paid by the company.	The deviation has since been rectified.

(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

Place: Kolkata,

Date: May 28, 2019.



Name of the Practicing Company Secretary:

Signature:

P.V. Subramanian

P.V. SUBRAMANIAN

ACS No.: 4585

C P No.: 2077