

EW/Sec/2022/99

May 30, 2022

BSE Limited P J Towers, Dalal Street, Fort, Mumbai - 400 001. Scrip Code: 532922	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. Symbol: EDELWEISS
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Dear Sir/ Madam,

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

Pursuant to the provisions of the Circular (CIR/CFD/CMD1 /27/ 2019) dated February 8, 2019, issued by the Securities and Exchange Board of India, please find enclosed the Secretarial Compliance Report for the financial year ended March 31, 2022, issued by M/s BNP & Associates, Practicing Company Secretaries.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Edelweiss Financial Services Limited

Tarun Khurana
Company Secretary

Encl.: a/a

**Secretarial Compliance Report of Edelweiss Financial Services Limited
for the year ended 31st March 2022**

To
The Board of Directors,
Edelweiss Financial Services Limited,
"Edelweiss House", Off. C.S.T Road,
Kalina, Mumbai - 400098

Dear Sirs,

We, BNP & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us, and the explanation provided by Edelweiss Financial Services Limited ("the listed entity"/"the Company"),
- (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, 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");

We have also examined, the following specific Regulations and the circulars/guidelines Issued thereunder:

- i. The following Regulations, Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Regulations'):
 - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR);
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008/ now replaced with The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 w.e.f. 09th August, 2021;
 - (e) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (PIT Regulations)
 - (f) The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992:



ii. The following Regulations were not applicable to the Company, during the year under review:

- (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;
- (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021:

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 and no deviations have been observed.
- (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) No action has been taken against the listed entity / its promoters/ directors/key managerial personnel / 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.
- (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 March 31, 2021	Action/s taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Securities and Exchange Board of India (SEBI) / Securities Appellate Tribunal (SAT)	During the review period, the SEBI, vide its Order dated July 16, 2020, imposed a penalty of Rs.5 lakhs against the then Compliance Officer under PIT Regulations.	On an appeal preferred by the then Compliance Officer, SAT vide its Order dated March 24, 2021, reduced the said penalty of Rs. 5 lakhs to Rs.1 lakh which was paid on April 22, 2021	The Penalty having been paid during the period under review, the matter stands concluded.



- (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.



Date: 27th May, 2022
Place: Mumbai

Kavita D Shah

Kavita D Shah
Associate Partner
ACS 50804/COP No. 20796
UDIN: A050804D000396655
For BNP & Associates
Company Secretaries
[Firm Regn. No.: - P2014MH037400]
PR No.: - 637/2019