



SECRETARIAL COMPLIANCE REPORT

(Pursuant to Reg. 24A of SEBI (LODR) Regulations, 2015 read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019)

OF AVAILABLE FINANCE LIMITED for the year ended 31.03.2020

- I, CS Ishan Jain, proprietor of M/s Ishan Jain & Co., Company Secretaries have examined:
- all the documents and records made available to us and explanation provided by Available Finance Limited. (CIN L67120MP1993PLC007481)
 - the filings/ submissions made by the company to the BSE Ltd., www.bseindia.com
 - website of the Available Finance Limited www.availablefinance.in
 - any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2020 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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: -

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018; (*Not applicable*)
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- SEBI (Buyback of Securities) Regulations 2018; (*Not applicable*)
- SEBI (Share Based Employee Benefits) Regulations, 2014; (*Not applicable*)
- SEBI (Issue and Listing of Debt Securities) Regulations, 2008; (*Not applicable*)
- SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (*Not applicable*)
- SEBI (Prohibition of Insider Trading) Regulations, 2015;
- circulars/guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

- The Company has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder as applicable to it, 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
1.	Regulation 23(9) of the SEBI (LODR) Regulations, 2015	Delay in submission of Statement of Related Party Transactions for the half year ended on 30 th Sept., 2019	The Company was required to submit the Statement of Related Party Transactions for the half year ended 30.09.2019 within a period of 30 days from the submission of the Financial Results to



			the Stock Exchange. i.e. on or before 14 th December, 2019, whereas the company has submitted the same on 5 th May, 2020.
2	Reg. 30 of SEBI (LODR) Regulations, 2015	Non-submission of disclosure related to further appointment of Mr. Rakesh Sahu CFO as the Whole-time director or the company	The company was required to submit disclosure to the BSE regarding any change in the Directors. However it has not submitted the same for the further appointment of Mr. Rakesh Sahu CFO as the Whole time Director w.e.f. 29 th May, 2019.
3	Reg. 15 of SEBI (LODR) Regulations, 2015	Non-disclosure of the dates of the Nomination and Remuneration Committee (NRC) meeting in the Corporate Governance Report (CGR).	The company has convened and held meetings of the NRC 08.08.2019 and 31.08.2019, however, it has not been disclosed the same in the CGR filed for the quarter ended Sept-19.

(b) The Company 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 Company/ 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.
None				

(d) The Company 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 Company
1	The Company has not filed the required notice for Book Closure from 21.09.2018 to 27.09.2018 for the Purpose of AGM to the BSE. However, it has made public notice in the newspaper in Hindi and English published on .. Sept., 2019 in Free press Journal	31.03.2019	-	Adequate compliance found in the current year 2019-20.



	(English) and Chotha Sansar (Hindi)			
2	The Company has not submitted filed the copies of the notices, circulars and media advertisement press notice and general communication issued to the BSE in the following instances; Copy of the reminders and communication/ circulars issued to the shareholders for D-mat of shares, KYC requirements, etc	31.03.2019	-	Adequate compliance found in the current year 2019-20.

PLACE: INDORE
DATE: 18TH June, 2020
UDIN: F009978B000354542



FOR, ISHAN JAIN & CO.,
COMPANY SECRETARIES
ERN: I2014MP1139600

Ishan
CS ISHAN JAIN
FCS NO.: 9978
C P NO.: 13032