



ANNEXURE-A

**Secretarial compliance report of
SWADESHI INDUSTRIES AND LEASING LIMITED (CIN L45209MH1983PLC031246)
for the year ended 31st March, 2022**

(Pursuant to Regulation 24A(2) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with circular dated 8th February 2019 issued by SEBI)

I, SINDHU G NAIR, Practising Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by Swadeshi Industries And Leasing Limited ("the listed entity"),
- (b) the filings / submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,

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 Contract (Regulation) Act,1956 ("SCRA"), rules made thereunder and the Regulation, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI Act");

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 Requirement) Regulations,2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) 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 (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) (Amendment) Regulations, 2018;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;



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 :-

Sr. No.	Compliance Requirement (Regulations/Circulars/Guide lines including specific clause)	Deviations	Observations /Remarks Of The Practising Company Secretary
Nil			

- (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 /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 thereunder:

Sr. No.	Action Taken By	Details Of Violation	Details Of Action Taken E.G. Fines, Warning Letter, Debarment, Etc.	Observations/ Remarks Of The Practising Company Secretary, If Any.
NIL				


- (d) **The following observations were made in the previous reports and the listed entity has taken the following actions in the matter:**

Sr No.	Observations of the Practising Company Secretary in the previous Reports	Observations made in the secretarial compliance report for the year ended March 31, 2021	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
1	Non Compliance of Reg 34 of SEBI (LODR)	The Company has not submitted the Annual Report within the period prescribed	The Company complied with the Reg 34 of SEBI (LODR)	The Company has not paid the penalty but made the necessary representations to the BSE



2	Non-compliance of Regn 23(9) of SEBI (LODR)	The Company has not submitted the disclosure of related party transactions within the period prescribed	The Company complied with the Reg 23(9) of SEBI (LODR)	The Company has not paid the penalty but made the necessary representations to the BSE
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For SINDHU NAIR & ASSOCIATES


(SINDHU G NAIR)
Practicing Company Secretary
Proprietor
(FCS-7938,CP-8046)
UDIN: F007938D000422605

Place: Mumbai
Date : May 30, 2022