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30.05.2022

Scrip ID : INDOASIAF
Scrip Code : 530747

To,
Department of Corporate Service
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort Mumbai – 400001

Dear Sir/Madam,

Sub: Annual Secretarial Compliance report under Regulation 24A of SEBI LODR

Please find the enclosed Annual Secretarial Compliance report under the Regulation 24A of SEBI LODR for the Financial Year ended 31st March, 2022.

This is for your kind information and records.

Thanking you.

Yours Truly
For INDO ASIA FINANCE LIMITED



Anuja Giria
Company Secretary
(Membership No. - A43700)

Secretarial compliance report of Indo Asia Finance Limited for the year ended 31st March 2022

I, T. Durga Prasad have examined:

- (a) all the documents and records made available to us and explanation provided by **M/s. Indo Asia Finance Limited** (“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 31st March, 2022 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 (Amended upto date);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Amended upto date);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Amended upto date);
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the Company during audit period**)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014(**Not applicable to the Company during audit period**)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008(**Not applicable to the Company during audit 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 audit period**)





T. DURGA PRASAD B.Com., BL., MBA., FCS.,
Practising Company Secretary
M.No: 6316; Cop No: 15458

No: 36, 1st Floor, North Usman Road,
T Nagar, Chennai - 600 017, Tamilnadu.
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contact@brightcorp.co.in/tdp2000@gmail.com

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (Amended upto date);

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

- (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 / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
1.	Section 203(4)- Appointment of Key Managerial Personnel.		Chief Financial Officer has resigned on 15 th October 2021 and exceeded 6 months. The Company has appointed CFO in its meeting held on 23 rd May 2022.
2.	Regulation 30 of SEBI LODR- Change in Key Managerial Personnel		The Company has not intimated the resignation of CFO, appointment and resignation of Independent directors within stipulated time. The Company has informed that it is due to the pandemic situation as it couldn't intimate it on time

- (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:





T. DURGA PRASAD B.Com., BL., MBA., FCS.,
Practising Company Secretary
M.No: 6316; Cop No: 15458

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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.
1	BSE(Stock Exchange)	Regulation 17(1A) of SEBI(LODR)- Non-compliance with the requirements pertaining to appointment or continuation of Non-executive director who has attained the age of seventy five years.	The Penalty of Rs.120360 was levied by the Stock Exchange.	The Company has not passed special resolution for Mr. N Subramanian, Independent Director of the Company and the Company has informed that it is due to the pandemic situation and the Director has been resigned w.e.f 20 th August 2021.
2	BSE(Stock Exchange)	The Company has not paid financial fines to Stock Exchange within the stipulated time	The demat account of promoters has been frozen.	The Company has informed that it is due to the operational delay.
3	BSE(Stock Exchange)	Regulation 27(2) of SEBI (LODR)- Non-submission of the corporate governance report for the June Quarter 2021 within stipulated time	The Penalty of Rs.22000 excluding GST was levied by the Sock Exchange.	The Corporate Governance was applicable only from the specified quarter and Company was in process but couldn't make it in the stipulated time.

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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
Not Applicable				

T. Durga Prasad
F.C.S No. 6316; C.P No. 15458

Place: Chennai
Date: 30th May, 2022

Practising Company Secretary
UDIN: F006316D000432610