

## MAS FINANCIAL SERVICES LIMITED

MFSL/SEC/EQ/2019/29

May 28, 2019

To,

The Manager,

**BSE Limited** 

Phiroze Jeejeebhoy Towers

**Dalal Street** 

Mumbai - 400001

Scrip Code: 540749

To,

General Manager

**National Stock Exchange of India Limited** 

**Exchange Plaza** 

Plot No. C/1, G Block

Bandra-Kurla Complex

Bandra (East)

Mumbai - 400051

Trading Symbol: MASFIN

Dear Sir,

Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2019.

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued by M/s. Ravi Kapoor & Associates for the financial year ended as on March 31, 2019.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

FOR, MAS FINANCIAL SERVICES LIMITED

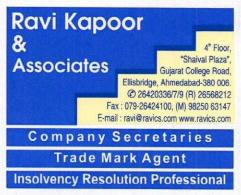
**RIDDHI BHAYANI** 

(COMPANY SECRETARY & COMPLIANCE OFFICER)

**MEMBERSHIP NO.: A41206** 

**Encl: As above** 





## Secretarial compliance report of MAS FINANCIAL SERVICES LIMITED for the year ended 31st March, 2019

We Ravi Kapoor & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by MAS FINANCIAL SERVICES 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, 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;
- (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(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;





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 / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Reg. 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	furnishing prior	with all applicable SEBI Regulations as mentioned above except in one

- (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		remarks of the
1.	Company has paid necessary fines to the Stock Exchanges for violation of Regulation 29(2) of SEBI (Listing Obligations and Disclosure	prior intimation to Stock Exchange(s) about agenda of	with Stock	Necessary Compliance has been made by the Company.





Ahmedabad COP-2407

Requirements)		
Regulations, 2015.		

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

Sr. No.	Observations made in the secretarial compliance report for the year ended (The years are to be mentioned)	by the listed	
	Not Applicable		

Place: Ahmedabad Date: 8th May, 2019 For, Ravi Kapoor & Associates

Ravi Kapoor Company Secretary in practice

FCS No. 2587 C P No.: 2407