

*P.S. Bathla & Associates*

COMPANY SECRETARIES

S.C.O.-6, 3rd Floor,  
Feroze Gandhi Market, Ludhiana - 141 001.

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*Secretarial compliance report of Nahar Capital And  
Financial Services Limited for the year ended  
31<sup>st</sup> March, 2019*

I, Parminder Singh Bathla, Practicing Company Secretary, in the name of  
P S BATHLA & ASSOCIATES (FCS NO. 4391, Certificate of Practice  
No. 2585) have examined:

- (a) all the documents and records made available to us and explanation provided by Nahar Capital And 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,

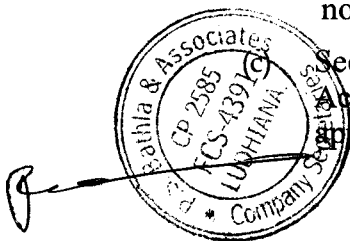
for the year ended 31<sup>st</sup> March, 2019 ("Review Period") in respect of compliance with the provisions of :

- (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; (as applicable)
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (No such event occurred during the Review Period and thus not applicable)

Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (as applicable)



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- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (No such event occurred during the Review Period and thus not applicable)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (No such event occurred during the Review Period and thus not applicable)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (No such event occurred during the Review Period and thus not applicable)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (No such event occurred during the Review Period and thus not applicable)
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (as applicable)

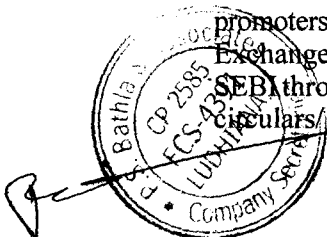
and based on the above examination, I hereby report that, during the Review Period:

- (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
			NONE

- (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.

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:



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<i>Sr. No.</i>	<i>Action taken by</i>	<i>Details of violation</i>	<i>Details of action taken e.g. fines, warning letter, debarment, etc.</i>	<i>Observations/ remarks of the Practicing Company Secretary, if any.</i>
NONE				

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

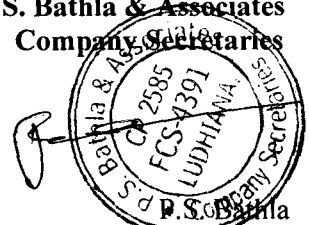
(d)

<i>Sr. No.</i>	<i>Observations of the Practicing Company Secretary in the previous reports</i>	<i>Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)</i>	<i>Actions taken by the listed entity, if any</i>	<i>Comments of the Practicing Company Secretary on the actions taken by the listed entity</i>
NOT APPLICABLE*				

\*Reporting to be made in next year, if any, on the observations.

Dated: 29<sup>th</sup> May, 2019  
Place : Ludhiana

For P. S. Bathla & Associates  
Company Secretaries



CP No-2585  
M. No. 4391  
Proprietor

#### NOTE:

The Secretarial Compliance is the responsibility of Management. My responsibility is to express an opinion on such compliance. This Compliance Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.