

Annual Secretarial Compliance Report of
Manappuram Finance Limited (CIN: L65910KL1992PLC006623)
for the year ended 31st March, 2022

1. We have examined:

- (a) all the documents and records made available to us and explanation provided by Manappuram Finance Limited ("the Listed Entity") arising from the compliances of specific Regulations listed under Para 2 infra.
- (b) the filings/ submissions made by the Listed Entity to the stock exchanges in connection with the above,
- (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 ("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");

2. 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 (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

CENTRAL OFFICE :

7C, Mayflower Signature,
No. 365/13, Avinashi Road, Peelamedu,
Coimbatore - 641 004.

Phone : (0422) 2302867 / 68. 2305676, 4982868, 4952868
E-mail : info@ksrandco.in

BRANCH OFFICE :

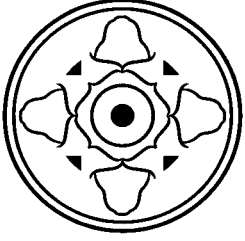
Flat No. 1, 26/27, Venkatesham Flat,
Copal Street, T. Nagar,
Chennai - 600 017.

Phone : (044) 24337620
E-mail : chennai@ksrandco.in

BRANCH OFFICE :

S-311, 3rd Floor, South Block,
Manipal Centre, No. 47, Dickenson Road,
Bangalore - 560 042.

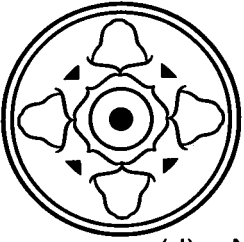
Phone : (080) 41749185
E-mail : bangalore@ksrandco.in



- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (g) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulation 2018;
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding dealing client;
- (k) Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993.

and based on the above examination, We 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. However, in the absence of any transaction relating to buyback of securities, issue of equity shares and issue of Non-Convertible and Redeemable Preference Shares during the review period, the compliance of the relevant regulations mentioned above do not arise.
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- (c) No action was 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.



KSR&CO
COMPANY SECRETARIES LLP
Rewarding Ideas | Raring Steps

Continuation Sheet

- (d) No observations were made in our previous report dated June 14th, 2021 and addendum of even date thereto, hence reporting on action taken by the listed entity and our comments thereto, does not arise.

Date: 17th May 2022

For KSR & Co Company Secretaries LLP

Place: Coimbatore

Dr. C.V. Madhusudhanan
Partner
(FCS: 5367; CP: 4408)
UDIN: F005367D000339129

