

To,
The Members,
Aryaman Financial Services Limited
102, Ganga Chambers, 6A/1,
W.E.A., Karol Bagh, New Delhi – 110005

Dear Sir/ Madam,

Subject: Annual Secretarial Compliance Report for the Financial Year 219-20

We have been engaged by Aryaman Financial Services Limited (hereinafter referred to as 'the Company') bearing CIN: L74899DL1994PLC059009 whose equity shares are listed on BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

On account of lockdown, it was not possible to physically verify the data by us however, on the basis of the information and explanations provided to us and records received in electronic mode provided by company, we have verified the details and found it to be correct.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

For JNG & Co.,



Jigarkumar Gandhi
FCS: 7569
C.P. No. 8108

Place: Mumbai
Date: July 23, 2020
UDIN: F007569B000495265

Office

Shop No. 2, Ram Niwas, Ranchod Das Road, Dahisar (West), Mumbai - 400 068.

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Secretarial compliance report of Aryaman Financial Services Limited for the year ended 31st March, 2020

I have examined:

- a) all the documents and records made available to us and explanation provided by Aryaman Financial Services Limited ("the listed entity"),
- b) the filings submissions made by the listed entity to the stock exchange,
- 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, 2020 in respect of compliance with the provisions of:

- I. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- II. 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");

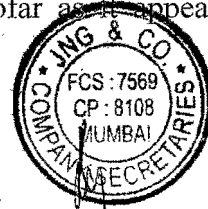
The specific Regulations, whose provisions and the circulars, guidelines issued thereunder, have been examined, include:-

- 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;
- i) Securities and Exchange Board of India (registrars to an issue and Share Transfer Agent) Regulations, 1993, regarding act and dealing with client.

However, it has been observed that there were no events requiring compliance under the regulations covered under para (b), (d), (e), (f) and (g) mentioned hereinabove.

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 there under
- 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) There is no 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:

For JNG & Co.,



Jigarkumar Gandhi

FCS: 7569

C.P. No. 8108

Place: Mumbai

Date: 23rd July, 2020

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