



Growth, Wealth, Success

U. Y. Fincorp Limited
(Formerly Known as Golden Goenka Fincorp Limited)

Ref No. UYFL/052019/SE/03

Date: 29.05.2019

To,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street
Mumbai - 400001
Company Code: 530579

To,
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700001
Company Code: 10017059

Dear Sir,

Sub: Annual Secretarial Compliance Report pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015

With reference to the captioned subject, we are enclosing herewith Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2019 issued by M/s Prateek Kohli & Associates, Practicing Company Secretary pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019.

We request you to kindly take the same on your records

Thanking you

Yours Faithfully,
For U. Y. Fincorp Limited


Amrita Mohta Kothari
(Company Secretary)



[Encl: As Above]

Secretarial Compliance Report of U. Y. Fincorp Limited for the year ended 31st March 2019

To,
The Members of U. Y. Fincorp Limited

1. We Prateek Kohli & Associates have examined:

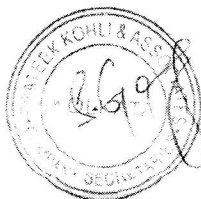
- (a) all the documents and records made available to us and explanation provided by **U. Y. Fincorp Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges, in connection to the above,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 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");

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 (Buyback of Securities) Regulations, 2018;- **Not applicable to the Company during the period under review**



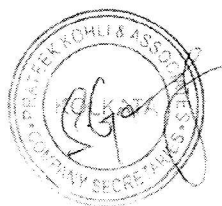
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not applicable to the Company during the period under review**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not applicable to the Company during the period under review**
- (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 the period under review**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 up to October 02, 2018 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 w.e.f. October 03, 2018;

and circulars/ guidelines issued thereunder;

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.
- (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 our examination of those records.
- (c) No actions were 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 insofar as it appears from our examination of those records.
- (d) The reportings of actions by the listed entity to comply with the observations made in the previous report does not arise during the Review Period.

Place : Kolkata
Date : 29.05.2019



For Prateek Kohli & Associates
Company Secretaries

Shristi Garg

Shristi Garg
Partner

C.P. No.: 17447