

To,

The Board of Directors,
Coral India Finance & Housing Limited
Dalamal House, 4th Floor
J B Marg, Nariman Point,
Mumbai 400021.

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2020-21

We have been engaged by Coral India Finance & Housing Limited (hereinafter referred to as 'the Company') bearing CIN: L67190MH1995PLC084306 whose equity shares are listed on BSE Limited (Symbol: CORALFINAC) and National Stock Exchange India Limited (Symbol: CORALFINAC) 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.

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.

Due to restricted movement amid COVID-19 pandemic, my basis of examination for issuing Secretarial Compliance Report for the financial year 2020-21 was only restricted to the information/documents/Confirmations/Records provided by the Company in the electronic mode and could not be verified from the original records. The management has confirmed that the records submitted to me are the true and correct.

Annual Secretarial Compliance Report is enclosed.

Place: Mumbai
Date: 25/06/2021

For UMA LODHA & CO.

Uma Lodha
(Practising Company Secretaries)
FCS No. 5363
C.P. No. 2593
UDIN: F005363C000515281

**SECRETARIAL COMPLIANCE REPORT OF M/S CORAL INDIA FINANCE AND HOUSING
LIMITED FOR THE YEAR ENDED 31ST MARCH,2021.**

**To,
Board of Directors,
Coral India Finance and Housing Limited**

**I, Mrs. Uma Lodha, Company Secretary in Practice proprietor of M/s Uma Lodha & Co.
have examined:**

(a) all the documents and records made available to us and explanation provided by **M/s Coral India Finance and Housing Limited,**

(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 March 31, 2021 ("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: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Depositories and Participants) Regulation,2018.
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **Not Applicable during the Review Period.**
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not Applicable during the Review Period.**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable during the Review Period.**
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - **Not Applicable during the Review Period.**
- and clause 6(A) and 6 (B) of SEBI circular CIR/ CFD/ CMD1/ 114/ 2019 dated 18th October 2019 on Resignation of statutory auditors from listed entities and their material subsidiaries; - **Not Applicable during the Review Period.**

and circulars/ guidelines issued thereunder; 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	<p>Regulation 17(1) of SEBI (LODR), 2015 The Board of Directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors</p>	<p>The company being in top 2000 listed entities, had only 4 (Four) Directors on its Board from April 01, 2020 till July 16, 2020 instead of 6 (Six) Directors.</p>	<p>The company being in top 2000 listed entities, had only 4 (Four) Directors on its Board from April 01, 2020 till July 16, 2020 instead of 6 (Six) Directors.</p> <p>As per the representations made by the Company, the Company had sent proposal letters to the identified candidate dated February 14, 2020, for which the Company did not receive any response from the candidates.</p> <p>Afterward in the wake of the COVID-19 Pandemic, complete lockdown was declared by the Maharashtra Government from 20th March 2020 and Central Government from 24th March, 2020.</p> <p>The Company was in the follow-up stage with the candidates but due to the ongoing situation and complete</p>

			<p>lockdown, everything came to a standstill and even Company couldn't follow-up with the candidates much. Subsequently in the month of June, the Company received the letters showing their inability to be appointed on the Board of the Company due to ongoing pandemic.</p> <p>Subsequently, the Company started to identify the prospective candidates again and finally appointed 2 new Directors in their Board Meeting held on July 17, 2020 and complied with the provisions of Regulation 17 of SEBI (LODR), 2015</p>
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(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	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Limited	Regulation 17(1) of SEBI (LODR),2015- The Board of Directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors.	Fine of Rs. 5,36,900 was levied as per SEBI circular no. SEBI/HO/CFD/CMD/CI R/P/2020/12 dated January 22, 2020 for Quarter ended 30/06/2020 and Fines of Rs. 94,400 was Levied for Quarter ended 30/09/2020, which was subsequently waived off by BSE Ltd. after providing necessary reasons and evidence.	<p>The company being in top 2000 listed entities, had only 4 (Four) Directors on its Board from April 01, 2020 till July 16, 2020 instead of 6 (Six) Directors.</p> <p>As per the representations made by the Company, the Company had sent proposal letters to the identified candidate dated February 14, 2020, for which the Company did not receive any response from the candidates.</p> <p>Afterward in the wake of the COVID-19 Pandemic, complete lockdown was declared by the Maharashtra Government from March 20, 2020 and Central Government from March 24, 2020.</p>

2.	National Stock Exchange of India Limited (NSE)	Regulation 17(1) of SEBI (LODR), 2015- The Board of Directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors.	Fine of Rs. 5,36,900 was levied as per SEBI circular no. SEBI/HO/CFD/CMD/CI R/P/2020/12 dated January 22, 2020 for Quarter ended 30/06/2020 and Fines of Rs. 94,400 was Levied for Quarter ended 30/09/2020, which was subsequently waived off by National Stock Exchange of India Limited (NSE) after providing necessary reasons and evidence.	<p>The Company was in the follow-up stage with the candidates but due to the ongoing situation and complete lockdown, everything came to a standstill and even Company couldn't follow-up with the candidates much. Subsequently in the month of June, the Company received the letters showing their inability to be appointed on the Board of the Company due to ongoing pandemic. Subsequently, the Company started to identify the prospective candidates again and finally appointed 2 new Directors in their Board Meeting held on July 17, 2020 and complied with the provisions of Regulation 17 of SEBI (LODR), 2015</p> <p>The fine which was levied by the Stock exchanges was waived off after providing necessary reasons and waiver request to the both the stock exchanges along with the supporting evidence.</p>
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports (FY 2019-20)	Observations made in the secretarial compliance report for the period prior to the previous year ended FY 2019-2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Nil				

Place: Mumbai
Date: 25/06/2021

For UMA LODHA & CO.
(Practising Company Secretaries)
Membership No. 5363
C.P. No. 2593

UMA LODHA
PROPRIETOR
UDIN: F005363C000515281