

Dated : May 30, 2023

Ref : IGFL/22-23

To

The Department of Corporate Service

The BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai Samachar Marg

Mumbai - 400001

The Department of Corporate Services

Calcutta Stock Exchange Limited

7, Lyons Range

Murgighata, Dalhousie

Kolkata - 700001

Ref : Scrip Code - 0511391 & 10019038

Ref : Regulation 24A of SEBI(Listing Obligations & Disclosure Requirements)Regulations, 2015

Sub : Annual Secretarial Compliance Report for the year ended 31 March, 2023

Dear Sir/Madam,

Please find attached the Annual Secretarial Compliance Report for the year ended 31st March, 2023 under Regulation 24A of SEBI (Listing Obligations & Disclosure Requirements)Regulations, 2015.

This is for your information & record.

Thanking you

Yours faithfully

For Inter Globe Finance Limited



Pritha Beriwal
(Company Secretary)

To,

The Board Director

Inter Globe Finance Limited

6B, Bentinck Street, Aloka House, 1st Floor,

Kolkata- 700001

I have conducted the review of the compliance of the application statutory provisions and the adherence to good corporate practices by Inter Globe Finance Limited, having its Registered Office at **6B, Bentinck Street, Aloka House, 1st Floor, Kolkata- 700001**, Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and return filed and other records maintained by the listed entity and also information provided by the listed entity, its officers, agents and authorized representative during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended March 31, 2023 complied with the statutory provisions listed hereunder in the manner of subject to the reporting made hereinafter.

I, have examined :

- (a) **All the documents and the records made available to us explanation provided by Inter Globe Finance Limited (" the listed entity") having CIN: L65999WB1992PLC055265,**
- (b) **The filings/submissions made by listed entity to the stock exchanges,**
- (c) **Website of the listed company.**
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended 31st March, 2023 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 amended from time to time
- (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 and Sweat Equity) Regulations, 2021;

(Not applicable to the company during the period under review)

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

Not applicable to the company during the period under review)

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(h) The Securities and Exchange Board of India (Issue and Listing Of Debt Securities) Regulations, 2018;

(Not applicable to the company during the period under review)

(i) The Securities and Exchange Board of India (Registered to an Issue and Share Transfer Agents) Regulation, 1993 regarding the Companies Act and dealing with client and;

(j) The Depositories Act, 1996 and Regulations and bye-laws framed there under and based on the above examination,

and circulars/guidelines issued thereunder;

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

- I. (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)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
	The listed entity shall submit to the stock exchanges disclosures of related party transactions in the form as specified by the Board from time to time, and publish the same on its website: Provided that a 'high value debt listed entity' shall submit	Regulation 23 (9) of SEBI (LODR) 2015	Delay in Submission	BSE	Fine	Delay in submission for the half year ended September, 2022	Fine of Rs. 265500 was levied.	The company has paid the fine on 23/01/2023 and submitted the required report.	The company has paid the fine and submitted report on Related party disclosure.	

	such disclosures along with its standalone financial results for the half year:									
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory/Clarification/Fine/Show Cause Notice/Warning, etc					

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/ No/NA)	Observations/ Remarks by PCS*
1.	Compliance with the following conditions while appointing/re-appointing an auditor		
	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	N.A.	The Reporting of Clause 6(A) and 6 (B) of the SEBI Circular no. SEBI/HO/CFD/CMD 1/114/2019 dated 18 th October, 2019 regarding Resignation of Statutory Auditors' from listed entities is not applicable as there was no resignation of the Statutory Auditors in the company during the period under review.
2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:		
	<p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information/non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the</p>	N.A.	The Reporting of Clause 6(A) and 6 (B) of the SEBI Circular No. SEBI/HO/CFD/CMD 1/114/2019 dated 18 th October, 2019 regarding Resignation of Statutory Auditors' from listed entity is not applicable as there was no resignation of the Statutory Auditors in the Company during the period under review.

Sr. No.	Particulars	Compliance Status(Yes/ No/NA)	Observations/ Remarks byPCS*
	<p>proposed resignation is due to non-receipt of information/explanation from the company, the auditor has informed the Audit Committee the details of information/explanations sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/its material subsidiary has not provided information as required by the auditor.</p>		
3.	<p>The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.</p>		

III. I/we hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr.No.	Particulars	Compliance Status(Yes/ No/NA)	Observations/ Remarks byPCS*
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).</p>	YES	

Sr.No.	Particulars	Compliance Status(Yes/No/NA)	Observations/Remarks byPCS*
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/information under a separate section on the website ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-direct to the relevant document(s)/section of the website 	Yes	
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	N.A.	There were no Material Subsidiary Companies of the Company during the period under review.

ISHA BOTHRA & ASSOCIATES

Practicing Company Secretary

30 C R AVENUE

Kolkata – 700 012

6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
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Sr.No.	Particulars	Compliance Status(Yes/ No/NA)	Observations/ Remarks byPCS*
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committee at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	YES	
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p>	Yes N.A.	
9.	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	
11.	<p>Action taken by SEBI or Stock Exchange(s), if any:</p> <p>Yes, regarding non-compliance with regulation 23(9) of SEBI (LODR) Regulations, 2015 in submission of Related party Transaction for half year ended 30th September, 2022.</p>	Yes	<p>The Company was in receipt of letter on January 12th, 2023 as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 in which BSE has imposed the penalty on the company for non-compliance of certain provisions of SEBI during submission of Related party Transaction as per (Regulation 23 (9) of SEBI (LODR)' 2015.</p>

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Kolkata – 700 012

12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Not Applicable	Not Applicable
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Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affair so of the listed entity.

Signature:

Date: 30/05/2023

UDIN: A027531E000423773

Place: Kolkata

ISHA
BOTHRA

Digitally signed by
ISHA BOTHRA
Date: 2023.05.30
18:10:58 +05'30'

For ISHA BOTHRA & ASSOCIATES

Practising Company Secretary

ACS No. 27531

CP No. : 9949