

**AFL/2021-22/13**

**April 24<sup>th</sup>, 2021**

Department of Corporate Services  
BSE Limited  
Listing Department, P J. Towers  
Dalal Street, Fort,  
Mumbai 400 001

Madam / Sir,

K.A.: Listing Compliance Department

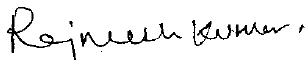
Subject: Compliance Certificate in terms of Regulation 61(4) read with Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Please find enclosed Compliance Certificate dated April 24, 2021 for the half year ended March 31, 2021, issued by M/s. BNP & Associates, Company Secretaries, in terms of Regulation 61(4) read with Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take the above on record.

**For Axis Finance Limited**



**Rajneesh Kumar**  
**Company Secretary**  
**Membership No. A31230**  
**Email id – rajneesh.kumar@axisfinance.in**



To,  
The Board Of Directors,  
Axis Finance Limited  
Registered Office at-  
Axis House, Ground Floor,  
Wadia International Centre ,  
Worli Mumbai MH 400025

**Sub: Compliance Certificate for the half year ended March 31, 2020 under Regulation 61(4) read with Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

We have examined the Registers, Records, Books and Papers of Axis Finance Limited ("Company") having its Registered Office at Axis House, Ground Floor, Wadia International Centre , Worli Mumbai MH 400025 as required to be maintained under the provisions of the Companies Act, 2013, rules made thereunder and other applicable provisions in this regard for the half year ended March 31, 2021.

In our opinion, to the best of the information provided to us and explanations furnished by the Company, its officers and agents, we report that:

1. Link Intime India Pvt. Ltd. has been appointed as the Registrar & Transfer Agent of the Company for handling electronic connectivity for the Non - Convertible Debentures ("NCDs").
2. The NCDs issued by the Company are in dematerialized form and hence physical certificates are not issued. In view of this, the Company is not required to issue debenture certificates within thirty days of lodgement of transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies.

**For BNP & Associates**  
**Company Secretaries**

AVINASH  
ATMARAM  
BAGUL  
Digitally signed by  
AVINASH ATMARAM  
BAGUL  
Date: 2021.04.24  
17:33:51 +05'30'

**Avinash Bagul**  
**Partner**  
**FCS- 5578 C.P No.19862**  
**UDIN-F005578C000167630**  
**Date- 24.04.2021**