



September 8, 2021

Scrip Code – 533520

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

MUMBAI – 400 001

YAARII

National Stock Exchange of India Limited

“Exchange Plaza”, Bandra-Kurla Complex,

Bandra (East),

MUMBAI – 400 051

Subject: Submission of certificate(s) in compliance with the provisions of Corporate Governance and Non-disqualification of Directors, as required under Regulation 34(3) read with Schedule-V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

As required under Regulation 34(3) read with Schedule-V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we forward herewith, for your information and record, certificate(s) certifying: (a) Company’s compliance with the provisions of Corporate Governance, dated August 25, 2021; and (b) Non-disqualification of Directors, dated August 24, 2021, for the financial year ended March 31, 2021, issued Ms. Neha Sharma, Proprietor of M/s Neha S & Associates, Company Secretaries, New Delhi.

Aforesaid certificates have also been incorporated in the Annual Report of the Company for the financial year 2020-21, already submitted with Exchanges.

This is for your information and record.

Thanking you,

Yours truly,

for **Yaarii Digital Integrated Services Limited**

Priya Jain

Company Secretary

Encl: as above

Yaarii Digital Integrated Services Limited

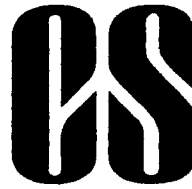
(formerly Indiabulls Integrated Services Limited)

Registered Office: Plot No. 448-451, Udyog Vihar, Phase-V, Gurugram-122016, Haryana | **Tel:** 0124 6681199 | **Fax:** 0124 6681111

Corporate Office: One International Center (formerly IFC), Tower - 1, 4th Floor, S. B. Marg, Elphinstone (W), Mumbai – 400013, Maharashtra | **Tel:** 022 62498580 | **Fax:** 022 61899600

CIN: L51101HR2007PLC077999, **Website:** www.yaari.com, **Email:** talktous@yaari.com

NEHA S & ASSOCIATES
(Company Secretaries)



Head Office : B 1/47, Flat No 14, Sewak Nagar,
Uttam Nagar, New Delhi-110059
Email : csneha.sharma2016@gmail.com
Mobile : 08588097212

CERTIFICATE FROM PRACTICING COMPANY SECRETARY ON
CORPORATE GOVERNANCE

To,
The Members of
Yaarii Digital Integrated Services Limited
(Formerly Indiabulls Integrated Services Limited)
Plot No. 448-451, Udyog Vihar,
Phase-V, Gurugram-122016, Haryana

We have examined the compliance of conditions of Corporate Governance by **Yaarii Digital Integrated Services Limited** ("the Company"), for the year ended March 31, 2021, as prescribed in Regulations 17 to 27, 46 (2) (b) to (i) and para C, D and E of Schedule V of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

We state that the compliance of conditions of Corporate Governance is the responsibility of the Company's management and, our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the financial year ended March 31, 2021.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Neha S & Associates
Company Secretaries

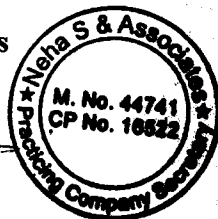
Neha Sharma

Neha Sharma

Membership No.: 44741

CP No: 16522

UDIN: A044741C000832000



Place: New Delhi

Date: 25th August, 2021

NEHA S & ASSOCIATES

(Company Secretaries)



Head Office : B 1/47, Flat No 14, Sewak Nagar,
Uttam Nagar, New Delhi-110059
Email : csneha.sharma2016@gmail.com
Mobile : 08588097212

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Yaarii Digital Integrated Services Limited
(Formerly Indiabulls Integrated Services Limited)
Plot No. 448-451, Udyog Vihar,
Phase-V, Gurugram-122016, Haryana

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Yaarii Digital Integrated Services Limited** having CIN **L51101HR2007PLC077999** and having registered office at Plot No. 448-451, Udyog Vihar, Phase-V, Gurugram-122016, Haryana (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs (MCA) or any such other Statutory Authority:

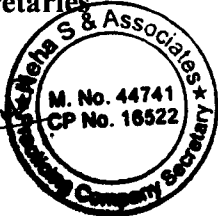
Sr. No.	Name of Director	DIN	Date of appointment in the Company *
1.	Mr. Kubeir Khera	03498226	01/01/2021
2.	Mr. Manvinder Singh Walia	07988213	08/12/2017
3.	Mr. Ajit Kumar Mittal	02698115	08/12/2017
4.	Mr. Praveen Kumar Tripathi	02167497	28/03/2019
5.	Mr. Gurruppa Gopalakrishna	06407040	08/12/2017
6.	Justice Gyan Sudha Misra (Retd.)	07577265	08/12/2017
7.	Mr. Shamsheer Singh Ahlawat	00017480	25/04/2011



**the date of appointment is as per the MCA Portal.*

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Neha S & Associates
Company Secretaries

Neha Sharma

Membership No.: 44741

CP No: 16522

UDIN: A044941C000826016

Date: 24th August, 2021

Place: New Delhi