



SecUR Credentials

Now it's safe

**May 30, 2024**

To,  
**National Stock Exchange of India Limited,**  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai 400 051.

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai - 400 001

**NSE Scrip – SECURCRED**

**BSE Scrip: 543625**

Dear Sir/Mam,

**Sub: SUBMISSION OF ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report issued by M/s. Mukesh J & Associates, Practicing Company Secretaries, Ahmedabad for the financial year ended 31<sup>st</sup> March, 2024.

You are requested to kindly take the same on record.

Thanking you  
Yours faithfully,

**For SecUR Credentials Limited**

**Rahul Belwalkar**  
**Managing Director**  
**DIN: 02497535**

**Secur Credentials Limited**

Shree Kamdhenu Estate Office On 10-17 Behind Vibgyor School Mindspace, Off Link Road Malad West, Mumbai, Maharashtra 400064 | +91 22 6264 7700 | www.secur.co.in | complianceofficer@secur.co.in

CIN: L74110MH2001PLC133050



**Annual Secretarial Compliance Report of  
SecUR Credentials Limited  
(CIN: L74110MH2001PLC133050)  
For the Financial Year ended March 31, 2024**

To,  
SecUR Credentials Limited  
Shree Kamdhenu Estate Office, 10-17,  
Behind Vibgyor School, Mindspace,  
Off Link Road, Malad West,  
Mumbai – 400 064

We have examined:

- all the documents and records made available to us and explanation provided by **Secur Credentials Limited** ("the Listed entity"),
- the filings/submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification;

For the year ended March 31, 2024 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (*Not Applicable as no securities were bought back during the term under review*)
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (*Not Applicable as no such scheme was introduced for Employees*)





# MUKESH J & ASSOCIATES

(Company Secretaries)  
Firm No. S2021GJ796900

- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not Applicable as no Debt securities are listed or issued by the Company)*
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *(Not Applicable as no such preference shares are listed or issued by the Company)*
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *(Not applicable for the review period)*
- k) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2011;

and based on the above examination and confirmation received from management of the Company as and wherever required, I hereby report that, the listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below (Table a): -

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action (Advisor y/Clarification/Fine/Show Cause Notice/ Warning ,etc.)	Fine Amount	Observations/ Remarks of Practicing Company Secretary	Management Response
1.	Submission of Financial Results within 45 days from the end of Half Year. - Regulation 33 of SEBI (LODR) Regulations, 2015.	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation s, 2015	Delay in Submission of Financial Results for the quarter and half year ended on September 30, 2023.	NSE and BSE	Fine	Rs. 41,300/- each by both Exchanges	Fine amounting to Rs. 41300/- paid to BSE on 08 <sup>th</sup> January, 2024 and NSE fine payment is still pending.	The abundant Precaution will be taken for timely intimation to the Exchanges.





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2.	Submission of Shareholding Pattern Report- Regulation 31(1)(b) of SEBI (LODR) Regulations, 2015	Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015	Delay in submission of Shareholding pattern for the Quarter ended September 2023	NSE & BSE	Fine	Rs. 11,800/- each by both Exchanges	The filing has been done on 29 <sup>th</sup> October, 2023 and fine has been paid to NSE on 8 <sup>th</sup> December, 2023 and to BSE on 12 <sup>th</sup> December, 2023.	The abundant Precaution will be taken for timely compliance with the Exchanges.
3.	Submission of Corporate Governance Report- Regulation 27(2) of SEBI (LODR) regulations, 2015	Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015	Delay in submission of Corporate Governance report for the quarter ended on 31 <sup>st</sup> December, 2023.	NSE	Clarification	Rs. 2,360/-	The report has been submitted on 24 <sup>th</sup> January, 2024 and NSE has advised company to comply with the regulation on timely manner.	The company was not getting otp on registered mail id and mobile number for logging in to the NSE site therefore, the company had submitted the report through mail.  Further, the company will ensure to do compliances before last date in order to avoid such technical issues at last moment.



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4.	Filling the vacancy of Company Secretary within 3 month of resignation of previous CS- Regulation 6(1) of SEBI (LODR) Regulations, 2015	Regulation 6(1) of SEBI (LODR) Regulations, 2015	Non filling of vacancy of Company Secretary.	BSE & NSE	Fine	Rs. 1,06,200/- each by both exchanges	The company has not appointed company Secretary till date due to change in management and non-availability of suitable candidate for the said post.	The company is searching for the suitable candidate for appointment.
5.	Submission of Annual Secretarial Compliance Report - Regulation 24A of SEBI (LODR) Regulations, 2018	Regulation 24A of SEBI (LODR) Regulations, 2018	Delay in submission of report under Regulation 24A for the year ended 31 <sup>st</sup> March, 2023	NSE & BSE	Fine by NSE and Warning with extension by BSE	Rs. 18,880/-	The company has filed the report on 07/06/2023 on BSE and NSE and fine amount is paid on 14/07/2023	The abundant Precaution will be taken for timely compliance with the Exchanges.
6.	Promoter Reclassification - Regulation 31A	Regulation 31A of SEBI (LODR) Regulations, 2018	Non-submission of required documents or clarification with exchanges along with non-payment of processing fees.	NSE & BSE	Application Rejected	NA	The company has filed promoter reclassification twice in a year but the same got rejected due to non-payment/late payment of processing fees and delayed/no	The company has made delayed payments of processing fees to both the exchanges due to liquidity crunch. Further, the company will take precautions and will create separate reserves for



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							submission of requisite documents /clarifications to the exchange.	such payments.
7.	Prior Intimation of Board Meeting for approval of Financial results – Reg.29 of SEBI(LODR) regulations, 2015	Regulation 29 of SEBI (LODR) Regulations, 2015	Only 4 days' Intimation was given to Stock Exchange for board meeting for approval of Unaudited Financial Results of the Company for the quarter and half year ended on 30 <sup>th</sup> September, 2023.	-	-	-	The company has not given proper prior intimation for Board meeting conducted on 14 <sup>th</sup> November, 2023 for approval of Unaudited Financial Results for the quarter and half year ended on 30 <sup>th</sup> September, 2023	The abundant Precaution will be taken for timely compliance with the Exchanges.
8.	Related Party Transaction – Reg. 23(9) of SEBI (LODR) Regulations, 2015	Regulation 23(9) of SEBI (LODR) Regulations, 2015	Delay in submission of Related Party Transaction Report for the half year ended on March 2023 and September 2023.	-	-	NIL	The company has submitted Related Party Transaction report of the mentioned half year in delayed manner i.e. the submission is not done on same day of	The abundant Precaution will be taken for timely compliance with the Exchanges.



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							declaration of financial results.	
9.	The Listed entity shall publish financial result, as specified in regulation 33, along with the modified opinion(s) or reservation(s), if any, expressed by the auditor within 48 hours of conclusion of the meeting of board of directors at which the financial results were approved	Regulation 47 of SEBI (LODR) Regulations, 2015	Delay in Publishing financial result for the quarter and half year ended 30 <sup>th</sup> September, 2023 in News paper	None	-	-	The Company has published financial result for the quarter and half year ended 30 <sup>th</sup> September, 2023 in delayed manner i.e. the gap exceeds 48 hours from conclusion of Board meeting in which financials were approved.	The abundant Precaution will be taken for timely compliance with the Exchanges.

- a) The listed entity has taken the following actions to comply with the observations made in previous reports (Table b):



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Sr. No.	Compliance Requirement (Regulation s/ circulars/ guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/Warning, etc.)	Fine Amount	Observations/ Remarks of Practicing Company Secretary	Management Response
1.	Submission of Financial Results within 45 days from the end of Half Year. - Regulation 33 of SEBI (LODR) Regulations, 2015.	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation s, 2015	Delay in Submission of Financial Results for half year ended on September 30, 2022.	NSE and BSE	Fine	5900/- each by both Exchanges	Fine was paid to BSE on December 21, 2022 and NSE on December 22, 2022.	The abundant Precaution will be taken for timely intimation to the Exchanges.
2.	Prior Intimation of Board Meeting- Regulation 29(2) of SEBI (LODR) Regulations, 2015.	Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulation s, 2015	Omission in filing of Prior Intimation of Board Meeting held for fund raising.	NSE & BSE	Fine	Rs. 11,800/- each by both Exchanges.	Fine was paid to BSE and NSE on January 28, 2023.	The abundant Precaution will be taken for timely intimation to the Exchanges.



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## Additional affirmations by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR):

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS
1.	<b><u>Secretarial Standards:</u></b>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
2.	<b><u>Adoption and timely updation of the Policies:</u></b> <ul style="list-style-type: none"><li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li><li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li></ul>	Yes	-
3.	<b><u>Maintenance and disclosures on Website:</u></b> <ul style="list-style-type: none"><li>The Listed entity is maintaining a functional website.</li><li>Timely dissemination of the documents/information under a separate section on the website.</li><li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website.</li></ul>	No	The company has functional website but the disclosures are not made on timely basis as per the SEBI (LODR) requirements.
4.	<b><u>Disqualification of Director:</u></b>  None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-





5.	<b><u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u></b> <ul style="list-style-type: none"><li>• Identification of material subsidiary companies</li><li>• Requirements with respect to disclosure of material as well as other subsidiaries</li></ul>	NA	-
6.	<b><u>Preservation of Documents:</u></b> <p>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.</p>	Yes	-
7.	<b><u>Performance Evaluation:</u></b> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	Yes	-
8.	<b><u>Related Party Transactions:</u></b> <ul style="list-style-type: none"><li>• The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</li><li>• In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.</li></ul>	Yes	-
9.	<b><u>Disclosure of events or information:</u></b> <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	Except as mentioned in Table (a) of the said report
10.	<b><u>Prohibition of Insider Trading:</u></b>	Yes	-





	The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.		
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	No	The Exchange has taken certain action through SOP Fine for delay in filings as mentioned in Table (a) of the said report.
12.	<b>Additional Non-compliances, if any:</b>  No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	-

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.	<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
	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	NA	There is no appointment and resignation of Auditor during the period under review.
	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		
	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.		





2.	Other conditions relating to resignation of statutory auditor		
	<p>Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>I. 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>II. 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 proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/explanation sought and not provided by the management, as applicable.</p> <p>III. 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>	NA	There is no appointment and resignation of Auditor during the period under review.
3.	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.	NA	There is no resignation of Auditor during the period under review.





**Assumptions & Limitation of scope and Review:**

Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

We have not verified the correctness and appropriateness of Financial Records and Books of Accounts of the listed entity.

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 affairs of the listed entity.

**For Mukesh J & Associates**  
*Practicing Company Secretaries*



**Mukesh Jivnani**  
Proprietor  
ACS. No. 29793  
C.P.: 23381  
Peer Review Certificate No.: 2874/2023  
UDIN: A029793F000496721

Date: 30/05/2024

Place: Ahmedabad