

MKVENTURES CAPITAL LIMITED

(formerly "IKAB SECURITIES AND INVESTMENT LIMITED")

CIN: L17100MH1991PLC059848

Regd Office: Express Towers, 11th Floor, Ramnath Goenka Marg, Nariman Point, Mumbai – 400 021

Email: info@mkventurescapital.com | Tel: +91 22 6267 3701 | Website: <https://mkventurescapital.com/>

Date: 28th May, 2024

The Manager,
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai – 400001

Ref.: Scrip Code: 514238

SUB: Secretarial Compliance Report for the year ended 31st March, 2024

Dear Sir/Madam,

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Secretarial Compliance Report for the year ended 31st March, 2024.

We request you to kindly take the above on record.

Thanking you

For MKVENTURES CAPITAL LIMITED

SANKET
DILIP RATHI

Digitally signed by
SANKET DILIP RATHI
Date: 2024.05.28
14:43:00 +05'30'

Mr. Sanket Rathi
Company Secretary



Shruti Somani
Practicing Company Secretary

Harsh Villa, Plot No. 157
RSC Road No. 50, Gorai 2
Borivali (W), Mumbai – 400 092
Tel. No.: +91 22 3574 5802
Email ID: shrutisomani91@gmail.com

ANNUAL SECRETARIAL COMPLIANCE REPORT

(Pursuant to Regulation 24A of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

of

MKVentures Capital Limited ('the Company') for the financial year ended March 31, 2024

I, Shruti Somani, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by the Company;
- (b) the filings/ submissions made by the listed entity to the Stock Exchange;
- (c) website of the Company; and
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification.

for the financial year ended on March 31, 2024 ("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, and guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder, and the Regulations, circulars, and 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;
- b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended;
- d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended;
- e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; and
- f) Clause 6A and 6B of SEBI Circular no. CIR/CFD/CMD 1/114/2019 dated October 18, 2019.



Provisions of the following Regulations and Circulars/Guidelines prescribed under the SEBI Act- were not applicable to the Company during the Review Period:

- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- 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; and
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

We hereby report that during the Review Period:

- The Company 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 the Company, if any	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	*	Rule 19(2)(B) & Rule 19A of the Securities Contract (Regulation) Rules, 1957, read with Regulation 38 of SEBI (LODR) Regulations, 2015	The Company was required to attain Minimum Public Shareholding (“MPS”) by 23rd February 2023. The Company achieved the MPS by 9th May 2023.	The Company achieved the MPS by 2nd May 2023	The Company achieved the MPS by 9th May 2023 with a delay of 75 days	Delayed achievement of MPS with a delay of 75 days	Rs. 442,500	There was delay of 68 days in the achievement of MPS. The Company has paid the penalty.	Delay due to non-completion of the Rights Issue initiated for the process of achievement of MPS	Payment made on 08th March 2023 & 29th May 2023

* Rule 19(2)(B) and Rule 19A of the Securities Contract (Regulation) Rules, 1957, read with Regulation 38 of the SEBI (LODR) Regulations, 2015 provide for Minimum Public Shareholding (“MPS”) of 25% of paid-up Capital of the listed entity.



- 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 Practising Company Secretary	Management Response	Remarks
1	*	Regulation 13(3) of SEBI (LODR) Regulations, 2015	Delayed submission of Report	The Company duly paid the penalty of Rs. 4,000 levied by the Stock Exchange	The Company submitted the Report to the Stock Exchange with a delay of 4 days	Delayed submission by 4 days	Rs. 4,000	There was delay of 4 days in the submission by the Company. The Company accordingly has paid the penalty.	Delay due to administrative reasons	Payment made on 18 th Aug 2022
2	**	Rule 19(2)(B) & Rule 19A of the Securities Contract (Regulation) Rules, 1957, read with Regulation 38 of SEBI (LODR) Regulations, 2015	The Company was required to attain Minimum Public Shareholding ("MPS") by 23 rd February 2023. The Company achieved the MPS by 9 th May 2023.	The Company achieved the MPS by 2 nd May 2023	The Company achieved the MPS by 9 th May 2023 with a delay of 75 days	Delayed achievement of MPS with a delay of 75 days	Rs. 442,500	There was delay of 68 days in the achievement of MPS. The Company has paid the penalty.	Delay due to non-completion of the Rights Issue initiated for the process of achievement of MPS	Payment made on 08 th March 2023 & 29 th May 2023

In Addition to the abovementioned circular the following affirmations are being provided hereunder:

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



2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">● All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entity.● 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 Yes	
3.	Maintenance and disclosures on Website: <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- directs to the relevant document(s)/ section of the website	Yes Yes Yes	
4.	Disqualification of Director: None of the Directors of the Company is disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	Yes	
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none">(a) Identification of material subsidiary companies(b) Disclosure requirement of material as well as other subsidiaries	Yes Yes	
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per the Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	Performance Evaluation: The listed entity has conducted the performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8.	Related Party Transactions: <ul style="list-style-type: none">(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions;(b) 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.	Yes N.A	
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 and Regulation 30A along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	



Shruti Somani
Practicing Company Secretary

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Borivali (W), Mumbai – 400 092
Tel. No.: +91 22 3574 5802
Email ID: shrutisomani91@gmail.com

10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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 except as provided under separate paragraph herein (*).	Yes	
12.	Additional Non – Compliances If any: No additional Non – Compliance observed for all SEBI regulation/circular/guidance note etc.	N.A.	

SHRUTI | Digitally signed
by SHRUTI
SATYANAR | SATYANARAYAN
AYAN | SOMANI
SOMANI | Date: 2024.05.20
12:58:38 +05'30'

Shruti Somani
Practicing Company Secretary
C.P. No. 22487
ACS No. 49773
P.R. No.: 2305/2022
UDIN: A049773F000345631
Place: Mumbai
Date: 20th May, 2024