

APM FINVEST LIMITED

Corporate Office: 201, 2nd Floor, Best Sky Tower, Netaji Subhash Place, Pitampura, Delhi-110034

Phone: (011) 42610483, Email: apmfinvestltd@gmail.com

CIN : L65990RJ2016PLC054921, Website: www.apmfinvest.com

May 28, 2022

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai - 400001

Ref: Stock Code 542774

Sub: Annual Secretarial Compliance Report for financial year 2021-22

Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report of the Company dated May 28, 2022 issued by Ms. Suman Pandey, Partner of M/s. RSM & Co., Practicing Company Secretaries, for the financial year 2021-22.

This is for your information and records.

Thanking you,

Yours faithfully,

For **APM Finvest Limited**


Mayank Pratap Singh
Company Secretary



Encl: - as above

To,
The Board of Directors
APM Finvest Limited
CIN: L65990RJ2016PLC054921
SP-147, RIICO Industrial Area,
Bhiwadi, Rajasthan 301019

Sir/Madam,

Annual Secretarial Compliance Report for the Financial Year 2021-22

We have been engaged by APM Finvest Limited (herein after referred to as "the Company") bearing CIN L65990RJ2016PLC054921 whose equity shares are listed on the BSE Limited (Security Code **542774**) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's circular No CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliance by the company with provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examination and verification as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

For RSM & Co.
Company Secretaries


CS SUMAN PANDEY
Partner

FCS: 7606 | COP No.: 8404
UDIN : F007606D000417708
Peer Review Number: 978/2020
Date : May 28, 2022
Place : Delhi



**ANNUAL SECRETARIAL COMPLIANCE REPORT OF APM FINVEST LIMITED FOR THE YEAR
ENDED 31ST MARCH, 2022**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,
2015]

To,
The Board of Directors
APM Finvest Limited
CIN: L65990RJ2016PLC054921
SP-147, RIICO Industrial Area,
Bhiwadi, Rajasthan-301019

We M/s RSM & Co. Company Secretaries have examined:-

- (a) All the documents and records made available to me and explanation provided by APM Finvest Limited ("the listed entity").
- (b) The filings/submissions made by the listed entity to the BSE Limited ("BSE")
- (c) Website of the listed entity www.apmfinvest.com
- (d) any other documents/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on 31st March, 2022 ("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, 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 to the extent applicable;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018 (**Not applicable to the Company during the Review Period**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 to the extent applicable;



- (d) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (**Not applicable to the Company during the Review Period**);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not applicable to the Company during the Review Period**);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Review Period**);
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Redeemable Preference Shares) Regulations, 2013 (**Not applicable to the Company during the Review Period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent applicable;
- (i) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**Not Applicable to the Company during the Audit Period**);
- (j) The Depositories Act 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, to the extent applicable;
- (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulation, 2009 (**Not applicable to the Company during the Review Period**).

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

- (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 (Regulations/ guidelines including specific clause)	Requirement Circulars/ specific	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	Regulation 18(1) of SEBI (LODR), 2015 with respect of composition of Audit Committee		Composition of Audit Committee was not proper.	<p>The Company has received notice from BSE for non-compliance of Regulation 18(1) of SEBI (LODR), 2015 regarding composition of Audit Committee.</p> <p>BSE has imposed a fine of Rs. 1,36,880 which was paid by the Company as per the letter dated September 9, 2021.</p> <p>The Composition of Audit Committee was proper, the representation letter filed with BSE and the fine was waived by the BSE as per the email dated December 31, 2021.</p>

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records.



- (c) The following are the details of actions taken against the listed entity/its promoters/ directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:-

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any.
1.	BSE Ltd.	Non Compliance with the requirements pertaining to the composition of the Audit Committee as per Regulation 18(1) of SEBI (LODR), 2015	BSE has imposed a fine of Rs. 1,36,880 vide letter dated September 7, 2021.	The Composition of Audit Committee was proper, the representation letter filed with BSE and the fine was waived by the BSE as per the email dated December 31, 2021.

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

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The Company fall under the top 2000 category and as per Regulation 17(1) the Board of directors shall comprise of not less than six directors w.e.f 01.04.2020. The Company has received a notice from BSE for non-compliance of proper constitution of the Board.	The fees was paid by the Company and the request letter for waiver of fine was submitted to the BSE on 25.08.2020	The Company has submitted the representation letter with BSE. Further, Mr. Manish Garg was appointed as Independent Director on the Board w.e.f 19.08.2020	The Company has complied the provisions and appointed Mr. Manish Garg as Independent Director on the Board.

- (e) The reporting of clause 6(A) and 6(B) of the Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and its material subsidiaries" is not applicable during the Review Period.

For RSM & Co.

Company Secretaries

CS SUMAN PANDEY
Partner

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Peer Review Number: 978/2020

Date : May, 28 2022

Place : Delhi

