



MUFIN GREEN FINANCE LIMITED

Formerly known as APM Finvest Ltd.

To,
BSE Limited
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (East), Mumbai - 400 051

Ref: BSE Scrip Code 542774

Ref: MUFIN

Sub: Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2024

Ref: Regulation 24 of the Securities and Exchange Board of India (Listing Obligations and disclosure Requirements) Regulations, 2015

In compliance with Regulation 24 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed, the Annual Secretarial Compliance Report of Mufin Green Finance Limited (“the Company”) for the Financial Year ended March 31, 2024, issued by Mr. Abhay Kumar, Company Secretary in Practice.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Mufin Green Finance Limited**

Mayank Pratap Singh
Company Secretary & Compliance Officer

Encl: as above

Date: 29.05.2024

Place: Delhi

CIN : L65990RJ2016PLC054921



011-42610483



www.mufingreenfinance.com



connect@mufingreenfinance.com

Corporate office : 202, 2nd Floor, Best Sky Tower, Netaji Subhash Place, Pitampura, New Delhi -110034

Registered Office : SP-147, RIICO Industrial Area, Bhiwadi, Distt. Alwar, Rajasthan-301019

**ANNUAL SECRETARIAL COMPLIANCE REPORT FOR MUFIN GREEN FINANCE LIMITED
FOR THE YEAR ENDED MARCH 31, 2024**

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

To,
The Board of Directors
Mufin Green Finance Limited
CIN: L65990RJ2016PLC054921
SP-147, RIICO Industrial Area,
Bhiwadi, Rajasthan-301019

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by MUFIN GREEN FINANCE LIMITED (hereinafter referred as 'the listed entity'), having its Registered Office at SP-147, RIICO Industrial Area, Bhiwadi, Rajasthan 301019. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluation the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, paper, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter;

I, Abhay Kumar, Company Secretary in Practice have examined:-

- a) all the documents and records made available to us and explanation provided by Mufin Green Finance Limited ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity www.mufingreenfinance.com,
- d) 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 compliances with 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;



- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback 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;
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Review Period)**
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, to the extent applicable;
- i) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client to the extent to securities issued;
- j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009, to the extent applicable;

and Circulars/guidelines issued thereunder;

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

1. (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 Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/Warning, etc.)	Details of Violation	Fine Amount	Observation/Remarks of the Practicing Company Secretary	Management Response	Remark
1.	SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018	Regulation 295 (1)	Delay in Implementation of Bonus issue within 2 Months	BSE Ltd.	Fine	Delay of 1 (one) day in implementation of Bonus Issue	20000	The Company has received notice for non-compliance of Regulation 295(1) of SEBI (ICDR), Regulations, 2018 regarding delay in	The Company has paid the fine as imposed by the BSE.	None



								implementat ion in bonus issue by 1 (one) day. BSE has imposed a fine of Rs. 20000 which was paid by the Company as per the mail dated July 24, 2023.		
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports: -

Sr. No.	Compliance Requirement (Regulations/circulars/guide lines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/Warning, etc.)	Details of Violation	Fine Amount	Observation/Remarks of the Practicing Company Secretary	Management Response	Remark
1.	SEBI (LODR) Regulations, 2015	Regulation 27(2)	Delay in Filing for the Quarter ended June 30, 2022	BSE Ltd.	Fine	Delay in Filing CG Report within due date	8000	The Company has received notice for non-compliance of Regulation 27(2) of SEBI (LODR) 2015 regarding delay in filing of CG report by 4 days. BSE has imposed a fine of Rs. 8000 which was paid by the Company as per the mail dated August 22, 2022.	The Company has paid the fine as imposed by the BSE.	None



II. We, hereby report that, during the Review Period the Compliance status of the Mufin Green Finance Limited is appended below:

Sr. No	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1	<p><u>Secretarial Standards:</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)</p>	Yes	None
2	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	Yes	None
3	<p><u>Maintenance and disclosures on Website:</u></p> <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	None
4	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of companies act 2013</p>	Yes	None



5	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	Yes	Company does not have material subsidiaries
6	<p><u>Preservation of Documents:</u></p> <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	None
7	<p><u>Performance Evaluation:</u></p> <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	None
8	<p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>(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</p>	Yes NA	None None
9	<p><u>Disclosure of events or information:</u></p> <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	None
10	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	None




11	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>During the review period BSE Ltd has imposed fine for not implementation of bonus issue within a period of 2 months pursuant to Regulation 295(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.</p>	Yes	The Company has paid the fine as imposed by the BSE.
12	<p><u>Additional Non-compliances, if any:</u></p> <p>No any additional non-compliance observed for all SEBI regulations/guidance note etc.</p>	NA	No any additional non-compliance observed for all SEBI regulations/guidance note etc.

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)	Observations/Remarks by PCS
1	<p>Compliances with the following conditions while appointing/reappointing an auditor:</p> <p>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</p> <p>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</p> <p>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</p>	<p>Yes</p> <p>NA</p> <p>NA</p>	<p>None</p> <p>None</p> <p>None</p>



	as well as the audit report for such financial year.		
2	<p>Other conditions relating to resignation of statutory auditor:</p> <p>I. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as nonavailability 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>b. 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>c. The Audit Committee / Board of Directors. As the case may be, deliberated on the matter on receipt of such</p>	<p>NA</p> <p>NA</p> <p>NA</p>	<p>None</p> <p>None</p> <p>None</p>



	<p>information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/its material subsidiary has not provided information as required by the auditor.</p>	NA	None
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.	Yes	None

Assumptions and Limitations of scope and Review:

1. Compliance of the applicable laws ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Record and Books of Accounts of the listed entity.
4. 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 Abhay Kumar
Company Secretary In Practice

Abhay Kumar
M. No.: 60309 | CP. No.: 22630

UDIN: A060309F000488660

Peer Review Cert. No.: 2050/2022

Date: 29.05.2024

Place: Delhi

