

GACM TECHNOLOGIES LIMITED

(Formerly Known as Stampede Capital Limited)

Date: May 30, 2024

To,
The Secretary,
Listing Department
BSE Limited
P.J Towers, Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 531723 / 570005

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza. 5th Floor, Plot No. C/1, G
Block Bandra - Kurla Complex, Bandra (E),
Mumbai-400051, Maharashtra.

Symbol: GATECH / GATECHDVR

SUBJECT: ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024.

REFERENCE: REGULATION 24A OF THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("THE LISTING REGULATIONS").

Dear Sir / Madam,

In furtherance to the captioned subject and mentioned reference, Please find enclosed herewith the Annual Secretarial Compliance Report for the financial year March 31, 2024 issued by N K Singhai & Associates, Practising Company Secretaries (CP No.: 12362).

This report is also being made available on the Company's website: <https://www.gacmtech.com/static/annual-secretarial-compliance-report.aspx>.

We request you to take the above on your record.

Thank you,
Yours faithfully,

For and on Behalf of GACM TECHNOLOGIES LIMITED
(Formerly Known as Stampede Capital Limited)

Sujata Suresh Jain
Company Secretary and Compliance Officer
Membership No.: A59706
Place: Hyderabad
Encl: a.a.

REGISTERED OFFICE: KURA Towers, 10th Floor, D. No. 1-11-254 & 1-11-255 S.P. Road, Begumpet, Hyderabad-500016, Telangana, India.

CIN: L67120TG1995PLC020170

WEBSITE: <https://www.gacmtech.com/> **EMAIL ID:** cs@gacmtech.com

CONTACT: 040-69086900/84



ANNUAL SECRETARIAL COMPLIANCE REPORT

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

SECRETARIAL COMPLIANCE REPORT OF GACM TECHNOLOGIES LIMITED (FORMERLY KNOWN AS STAMPEDE CAPITAL LIMITED) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024.

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **GACM TECHNOLOGIES LIMITED** (Formerly known as Stampede Capital Limited) (hereinafter referred as 'the Listed Entity'), having its Registered Office at **KURA TOWERS, 10TH FLOOR, D. NO. 1-11-254 & 1-11-255 S.P. ROAD, BEGUMPET, HYDERABAD-500016, TELANGANA, INDIA.** Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the Corporate Conducts / Statutory Compliances and to provide my observations thereon.

Based on my verification of the listed entity's books, papers, 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, I hereby report that the listed entity has, during the review period covering the financial year ended on 31st March 2024, complied with the Statutory Provisions listed hereunder in the manner and subject to the reporting made hereinafter:

I, have examined:

- a) All the documents and records made available to us and explanation provided by the Listed Entity;
- b) The filings/ submissions made by the Listed Entity to the stock exchanges;
- c) Website of the Listed Entity; and
- d) Any other document / filing, as may be relevant, which has been relied upon to make this certificate.

For the Financial Year ended on 31st March 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, 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:

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, a) 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 as there were no such instances of buy back during the review period;**

e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable to the listed entity during the review period as there were no instances reported;**

f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable to the listed entity during the review period as there were no such instances;**

g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

h) The Securities and Exchange Board of India (Stock - Brokers and Sub - Brokers) Regulations, 1992;

i) Securities and Exchange Board of India (Portfolio Managers) Regulations, 2019; and

j) The Securities and Exchange Board of India (Depositories and Participants) Regulations 2018.

k) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the company during the Audit Period**);

l) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the company during the Audit Period**);

and circulars/guidelines issued thereunder.

and based on the above examination, I hereby report that, during the review period;

- I. 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: **Details are enclosed as Annexure-1**
- b) The listed entity has taken the following actions to comply with the observations made in previous reports: **Details are enclosed as Annexure-2**
- II. I hereby report that, during the review period the compliance status of the listed entity with the following requirement:



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	Company is generally complied with secretarial Standard.
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 entitiesAll 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	None None
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/ information under a separate section on the websiteWeb-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 No Yes	None In some cases, the information and documents updated delayed. None
4.	Disqualification of Director: None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013, as confirmed by the listed entity.	Yes	None



5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>a. Identification of material subsidiary companies</p> <p>b. Requirement with respect to disclosure of material as well as other subsidiaries</p>	Yes	None
6.	<p>Preservation of Documents:</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>Performance Evaluation:</p> <p>The listed entity has conducted 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.</p>	Yes	None
8.	<p>Related Party Transactions:</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>	<p>Yes</p> <p>N.A.</p>	<p>It was observed that prior approval of audit committee was taken whenever required,</p>
9.	<p>Disclosure of events or information:</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	<p>However, in some instance the information or documents updated delayed.</p>



10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	<p>It was observed that Reporting of violation of Company's Code of Conduct under the Securities and Exchange Board of India ("SEBI") (Prohibition of Insider Trading) Regulations, 2015 and Rs. 50,000/- Monetary Penalty amount deposited with Investor Protection and Education Fund (IPEF) administered by the Board under the Securities and Exchange Board of India Act, 1992.</p>
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No action 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.</p>	The detailed are disclosed as per annexure-1	
12.	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	No	Statutory auditors have not resigned during the year
12.	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	Yes	None



Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify 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 Records 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.

Place: Mumbai
Date: 29/05/2024
Peer Reviewed no. 2213/2022
UDIN: F009841F000491181

Enclosed: **Annexure-1**
Annexure-2

FOR N. K. SINGHAI & ASSOCIATES
COMPANY SECRETARIES

NITIN KUMAR
SINGHAI

NITIN KUMAR SINGHAI
FCS NO.: 9841, CPNO.:12362





Annexure-1

S r. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observation ns/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Vide Gazette Notification No. SEBI/LAD-NRO/GN/2020/23 dated July 17, 2020, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations) have been further amended	SEBI CIRCULAR NO. SEBI/HO/IS D/CIR/P /2020/135 DATED JULY 23, 2020	violation of Company's Code of Conduct by one of the designated person of the Company i.e. GAYI ADI Holdings Private Limited (Formerly known as GAYI ADI Management and Trends Private Limited), the promoter of the Company ("the promoter Company"). The promoter Company violated the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, by sold 1,36,50,000 Equity Shares with normal voting rights @ 01.00/- per share and 72,11,643 DVR Shares @ 09.54/- per share of the Company on April 01, 2023	The Company levied the monetary penalty of Rs. 50,000/-	The Company levied the monetary penalty of Rs. 50,000/-	violation of Company's Code of Conduct by one of the designated person of the Company i.e. GAYI ADI Holdings Private Limited (Formerly known as GAYI ADI Management and Trends Private Limited), the promoter of the Company ("the promoter Company"). The promoter Company violated the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, by sold 1,36,50,000 Equity Shares with normal voting rights @ 01.00/- per share and 72,11,643 DVR Shares @ 09.54/- per share of the Company on April 01, 2023.	Rs. 50000/- (Rupees Fifty Thousand only)	NIL	The promoter /designated person deposited the said penalty of Rs. 50,000/- with the Investor Protection and Education Fund ("IPEF") administered by the Board under the Securities and Exchange Board of India Act, 1992.	NIL
2.	Regulation 6(1) Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Applicable Regulation of SEBI (LODR) Regulations, 2015	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	National Stock Exchange of India limited	Monetary penalty	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Rs. 12980/- (Rupees Twelve Thousand Nine hundred and eighty only)	The management send detail reply letter and reason to the exchange why they were not able to appoint Company secretary as the compliance officer.	The management send detail reply letter and reason to the exchange why they were not able to appoint Company secretary as the compliance officer.	NIL



N. K. SINGHAI & ASSOCIATES
Company Secretaries

						Rs. 1,000 per day (computed till quarter ended December 2023)					
3.	Regulation 6(1) Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Applicable Regulation of SEBI (LODR) Regulations, 2015	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Bombay Stock Exchange	Monetary penalty	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Rs. 12980/- (Rupees Twelve Thousand Nine hundred and eighty only)	The management send detail reply letter and reason to the exchange why they were not able to appoint Company secretary as the compliance officer.	The management send detail reply letter and reason to the exchange why they were not able to appoint Company secretary as the compliance officer.	NIL	
						Rs. 1,000 per day (computed till quarter ended December 2023)					
4.	Regulation 23(9) of SEBI (LODR) Regulations, 2015 which, inter-alia, requires the listed entities to submit disclosures of related party transactions every six months on the date of publication of its standalone and consolidated financial results to the stock exchanges	Regulation 23(9) of SEBI (LODR) Regulations, 2015	The Exchange has observed the following discrepancies : Details pertaining to Loans such as rate of interest, tenure, purpose, end use have not been mentioned in the PDF Value as approved by Audit committee has not been mentioned for loan and advances taken transactions	Observation received from NSE for revised information	Observation	Revised and correct information	NA	Company has replied with necessary information to the stock exchange	The Company has made detail reply to the stock exchange pertaining to interest, tenure, purpose, end use and Details pertaining to interest, tenure, purpose, end use.	NIL	
5.	The query raised by the Exchange is as follows: Discrepancy: 1. Initial disclosure not submitted for Financial Year 2023 – 2024.	OPERATIONAL SEBI CIRCULAR SEBI/HO/DHS/P/CIR/2021/613 DATED AUGUST 10, 2021	The query raised by the Exchange is as follows: Discrepancy: 1. Initial disclosure not submitted for Financial Year 2023 –	Observation received from company for Initial disclosure not submitted for	Observation	Initial disclosure not submitted for Financial Year 2023 – 2024	NA	GACM Technologies Limited (Formerly known as "Stampede Capital Limited") ("the Company") has submitted the Initial Disclosure for Financial Year 2023 – 2024 with exchange within 30 days from commencement of	GACM Technologies Limited (Formerly known as "Stampede Capital Limited") ("the Company") has submitted the Initial Disclosure for Financial Year 2023 – 2024 with exchange within 30 days from commencement of the	NIL	



N. K. SINGHAI & ASSOCIATES
Company Secretaries

			2024	Financial Year 2023 – 2024				the Financial Year i.e., on April 27, 2023. The acknowledgment of submission of Initial Disclosure with NSE along with Initial Disclosure as submitted in the specified format.	Financial Year i.e., on April 27, 2023. The acknowledgment of submission of Initial Disclosure with NSE along with Initial Disclosure as submitted in the specified format	
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FOR N. K. SINGHAI & ASSOCIATES
COMPANY SECRETARIES

NITIN
KUMAR
SINGHAI



NITIN KUMAR SINGHAI
FCS NO.: 9841, CPNO.:12362

Place: Mumbai
Date: 29/05/2024
Peer Reviewed no. 2213/2022
UDIN: F009841F000491181



N. K. SINGHAI & ASSOCIATES
Company Secretaries

Annexure-2

Sr. No.	Observations/Remarks of the Practicing Company Secretary in the previous reports (PCS)	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Details of violation / deviations and actions taken/penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	Read along with detail of violation stated in point no.6 of point no. 1A	31st Mar 2023,	Sibe circular no Sebi/HO/MIRSD/ DOP/ CIR/P/2018/153/ dated December 17, 2018	As mentioned in impugned order dated august 11, 2022 passed by Securities Appellant tribunal Mumbai.	The Management of the Listed Entity had taken actions pursuant to order dated August 11, 2022 passed by Securities Appellate Tribunal, Mumbai. The Management has filed detailed report on action taken with Exchanges where it has membership as Trading Member.	The Management has filed detailed report on action taken with Exchanges where it has membership as Trading Member.

Place: Mumbai
Date: 29/05/2024
Peer Reviewed no. 2213/2022
UDIN: F009841F000491181

FOR N. K. SINGHAI & ASSOCIATES
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