

August 19, 2023

To,
Department of Listing Operations
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Trading Symbol: **SECMARK**
Scrip Code: **543234**

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Pursuant to Regulation 30 read with Para A of Part A of schedule III of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, this is to inform you that, the Board of Directors of the Company in their meeting held on August 19, 2023 has inter alia considered and approved:

1. Based on the recommendation of Nomination and Remuneration Committee, appointment of Mr. Michael Nanson D’souza as an Additional Director in the category of Executive Director w.e.f. August 19, 2023 and subject to the approval of shareholders in forthcoming general meeting and other applicable provisions of the Companies Act, 2013 and the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015,

Further, in terms of circular bearing reference no. LIST /COMP/14/2018-19 issued by BSE Limited, on the subject of enforcement of SEBI Orders regarding appointment of Directors by listed Companies, we hereby affirm that Mr. Michael Nanson D’souza is not debarred from holding the office of Director by virtue of any order of the SEBI or any other such authority.

2. Appointment of M/s. VRG & Associates, Practicing Company Secretary, as a Secretarial Auditor for FY 2022-23.
3. Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that Nomination and Remuneration Committee (NRC) of the Company at its meeting held on August 19, 2023 has approved grant of 15,000 Stock Options to the employee of the Company under SecMark Employee Stock Option Scheme, 2019 .

The details required to be furnished as per SEBI circular number SEBI/HO/CFD/PoD2/CIR/P/2 023/120 dated 11th July, 2023 are furnished here under as **Annexure-A**.

This is for your information and record.

Thanking you

Yours faithfully,
For SecMark Consultancy Limited

Sunil Kumar Bang
Company Secretary & Compliance Officer



Annexure-A

1. Appointment of Mr. Michael Nanson D'souza as an Additional Director in the category of Executive Director w.e.f. August 19, 2023 pursuant to regularization.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Details of events that needs to be provided	Information of such event(s)
1.	Reason for change viz. appointment, resignation, removal, death or otherwise.	Appointment of Mr. Michael Nanson (DIN - 01690296) as an Executive Director
2.	Date of Appointment/ Cessation & Terms of appointment	August 19, 2023, for a period of 5 years subject to approval of members of the Company
3.	Brief profile (in case of Appointment)	Mr. Michael Nanson D'souza is B.COM from Mithibai College and Masters in Financial Management from NMIMS. In December 2021, Michael joined SecMark Consultancy Limited. In this role, he is entrusted with overseeing the back-office application 'Tradeplus' which was acquired by the company. His extensive experience and comprehensive understanding of financial operations continue to contribute to the growth and efficiency of the company's operations. Previously he has worked at senior position with OTC Exchange of India, National Stock Exchange (NSE), Artha Broking Services Ltd and Dealmoney Securities Pvt. Ltd. Michael D'Souza's career journey is characterized by a remarkable transition from the early days of automated stock exchanges to his pivotal roles in brokerage and consultancy, showcasing his adaptability, knowledge, and commitment to the financial industry's evolution.
4.	Disclosure of relationship between Directors (in case of appointment of a director)	Director appointed is not related to any other directors of the Company.

2. Appointment of M/s. VRG & Associates, Practising Company Secretary, as a Secretarial Auditor for FY 2022-23.

Sr. No.	Details of events that needs to be provided	Information of such event(s)
1.	Reason for change viz appointment, resignation, removal, death or otherwise;	Due to committed schedule and inability to meet specified time timeline and due to lack of staff of previous auditor.
2.	Date and Terms of Appointment	August 19, 2023
	Brief Profile (In case of Appointment)	
3.	Name of Auditor	CS Vijay Ramesh Gupta
4.	Office Address	601, A Wing, Gayatri CHS Ltd., Opp Rajda School, Borivali West, Mumbai-400092
5.	Email ID	vrg.gupta@gmail.com
6.	About Auditor	<p>M/s. VRG & Associates, Practicing Company Secretary bearing Membership No. 33236 and Certificate of Practice No. 22478 rendering Professional services in the area of:</p> <ol style="list-style-type: none"> 1. Conducting Board Meetings, Committee Meetings and Meetings of Shareholders and drafting of Agendas, Minutes and Resolutions for the same. 2. Filing of Forms and E-Forms, Returns, etc. with the ROC and other Statutory Authorities in accordance with the Companies Act, 1956 & 2013. 3. Maintenance of Statutory Registers. 4. Preparation of Search and Status Report. 5. Audit for the issue of Compliance Certificate. 6. Incorporation of Companies (including Private, Public, Section 8 Companies and LLP). 7. General Due Diligence for identifying the compliance status of the Company. 8. To Conduct Secretarial Audit under section 204 of Companies, Act, 2013. <p>The Firm, managed by qualified Company Secretaries, who hold multiple academic &</p>

Sr. No.	Details of events that needs to be provided	Information of such event(s)
		professional qualifications. The partners of the Firm always strive to cross new horizons by exploiting new avenues of services through new learning
7.	Disclosure of relationships between directors (in case of Appointment of a director)	Not Applicable



3. Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that Nomination and Remuneration Committee (NRC) of the Company at its meeting held on August 19, 2023 has approved grant of 15,000 Stock Options to the employee of the Company as under:

Sr. No.	Particulars	Details
1.	No. of stock options granted	Grant of 15,000 Stock Options to the eligible employee as determined by the NRC
2.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Yes
3.	Total number of shares covered by these options	15,000 Equity Shares (each stock option is convertible into 1 equity share of face value of Rs. 10 each)
4.	Pricing formula	The Exercise Price is Rs 40/- per stock option as approved by NRC
5.	Options vested	Stock options will vest as under: - 7,500 on August 23, 2024, - 7,500 on August 23, 2025.
6.	Time within which option may be exercised	Three years from the date of vesting