

# APM FINVEST LIMITED

**Corporate Office:** 910, Chiranjiv Tower-43, Nehru Place, New Delhi-110019  
**Phone:** (011) 26441015-17, **Fax:** (011) 26441018, **Email:** apmfinvestltd@gmail.com  
**CIN No.:** L65990RJ2016PLC054921, **Website:** www.apmfinvest.com

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June 30, 2021

**BSE Limited**

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

**Ref: Stock Code 542774**

**Sub: Annual Secretarial Compliance Report for the financial year 2020-21**

Dear Sir,

Pursuant to Regulation 24A of the 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 June 26, 2021 issued by Ms. Suman Pandey, Partner of M/s. RSM & Co., Practicing Company Secretaries, for the financial year 2020-21.

Kindly take the above mentioned on your record.

Thanking you,

Yours faithfully,  
For **APM Finvest Limited**

*Nidhi*

**Nidhi**  
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 2020-21**

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 08<sup>th</sup> 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.

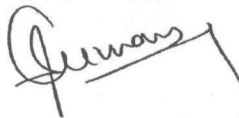
Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examination and verification as considered necessary and adequate for the said purpose.

Due to pandemic situation and entire lockdown in the country, we have verified the documents virtually and no physical verification was done by us.

Annual Secretarial Compliance Report is enclosed.

**For RSM & Co.**

Company Secretaries



CS SUMAN PANDEY  
Partner  
FCS: 7606 | COP No.: 8404  
UDIN : F007606C000522912  
Peer Review Number: 978/2020  
Date : June 26, 2021  
Place : Delhi

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF APM FINVEST LIMITED FOR THE YEAR  
ENDED 31<sup>ST</sup>MARCH, 2021**

[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](http://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 31<sup>st</sup> March, 2021 ("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 Disclosures 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) Regulations, 2014 (**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 and 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 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;
- (j) 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 to the extent to securities issued;
- (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulation, 2009 (**Not applicable to the Company during the Review Period**).

Circulars/guidelines issued thereunder 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 clause)	Requirement Circulars/ specific	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	Regulation 17(1) of SEBI (LODR), 2015		Non Compliance with the requirements pertaining to the composition of the Board	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.

- (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 Board as per Regulation 17(1) of SEBI (LODR), 2015	BSE has imposed a fine of Rs. 4,55,000 plus GST @ 18% vide letter dated 20.08.2020	As explained by the Management, the request letter for waiver of fine was submitted to the BSE on 25.08.2020  Further, Mr. Manish Garg was appointed as Independent Director on the Board w.e.f 19.08.2020

(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 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Para III (A)(5) of Annexure 1 of SEBI Circular dated March 10, 2017 read with Circular No. CFD/DIL3/CIR/2018/2 dated January 3, 2018 for seeking relaxation of Rule 19(2)(b) of Securities Contracts (Regulations) Rules, 1957	There was delay in completing the formalities of listing and trading of securities within 60 days of receipt of the order of the Hon'ble NCLT .  BSE Ltd. observed the non-compliance and seeking the clarification and reason for not completing the formalities within the specified time.	The Company has submitted its reply against the clarification.	The Company has submitted its reply against the clarification.

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

**For RSM & Co.**  
Company Secretaries




CS SUMAN PANDEY  
Partner  
FCS: 7606 | COP No.: 8404  
UDIN : F007606C000522912  
Peer Review Number: 978/2020

Date : June 26, 2021  
Place : Delhi