



Date: 30.05.2022

To,
The Listing Department
BSE Limited
The Stock Exchange, Mumbai
PhirozeJeejeebhoy Tower
Dalal Street
Mumbai- 400001

Dear Sir/Madam,

Ref: Scrip Code: 511628

SUB: Annual Secretarial Compliance Report

Sir/Madam,

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed the Annual Secretarial Compliance Report for the year ended March 31, 2022.

This is for your information and records.

Thanking You
Yours faithfully

For IM+ CAPITALS LIMITED


SAKSHI GOEL

COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: Compliance Report issued by the Practising Company Secretary.



CHETNA BHOLA & ASSOCIATES

Company Secretaries

Off.: A-428, 2nd Floor, Shastri Nagar, Delhi – 110052

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

May 30, 2022

To
The Board of Directors
IM+ Capitals Limited
72, Ground Floor, World Trade Center
Babar Road, Connaught Place, New Delhi,
Delhi – 110001

SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31,2022

We have been engaged by **IM+ Capitals Limited** (CIN: L74140DL1991PLC340407), 72, Ground Floor, World Trade Center, Babar Road, Connaught Place, New Delhi, Delhi – 110001, to conduct an audit and issue Secretarial Compliance Report in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the 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 compliances by the company with the provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and issue a report thereon.

The Audit was conducted in accordance with the Guidance Note on Secretarial Compliance Report issued by the Institute of Company Secretaries of India (“ICSI”).

Secretarial Compliance Report is enclosed herewith.

For Chetna Bhola & Associates
Company Secretaries

CHETNA
BHOLA

Chetna Bhola
Proprietor

Mem. No.: A41283

C.P. No.: 15802

UDIN: A041283D000427240

Date: May 30, 2022

Place: New Delhi



CHETNA BHOLA & ASSOCIATES

Company Secretaries

Off.: A-428, 2nd Floor, Shastri Nagar, Delhi – 110052

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

SECRETARIAL COMPLIANCE REPORT OF IM+ CAPITALS LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

We have examined:

- (a) all the documents and records made available to us and explanation provided by IM+ Capitals Limited (CIN: L74140DL1991PLC340407), a Company incorporated under Companies Act, 1956 having registered office at 72, Ground Floor, World Trade Center, Babar Road, Connaught Place, New Delhi – 110008 (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 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, as amended from time to time;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *[Not applicable as the Company has not issued any further share capital during the period under review]*
- (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 was no reportable event during the period under review]*



CHETNA BHOLA & ASSOCIATES

Company Secretaries

Off.: A-428, 2nd Floor, Shastri Nagar, Delhi – 110052

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; *[Not Applicable as there was no reportable event during the period under review]*
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The 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 (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;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder;

and based on the above examination, we 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 Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 30- Schedule III-Part A - Disclosures of Events or Information -Specified Securities	As per Schedule III-Part A - Disclosures of Events or Information -Specified Securities- The following shall be events/information, upon occurrence of which listed entity shall make disclosure to Stock Exchange(s)- Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, etc.), Auditors and Compliance Officer. The Company has appointed Ms. Sakshi Goel as Company Secretary on June 30, 2021 and intimated the same to BSE Limited (“BSE”) on July 03, 2021.	The Company has intimated the same to BSE Limited (“BSE”) on July 03, 2021
2.	Ministry of Corporate Affairs (MCA) on October 22, 2019, notified the Companies (Appointment and	Pursuant to the provisions of the Section 150 of the Companies Act, 2013 and the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019 read with the Companies (Appointment and Qualification of Directors) Rules,	Ms. Tanya Singhal, Woman Director appointed on the Board of Directors of the Company has not enrolled her name



CHETNA BHOLA & ASSOCIATES

Company Secretaries

Off.: A-428, 2nd Floor, Shastri Nagar, Delhi – 110052

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

	Qualification of Directors) Amendments 2019 of Fifth Rules,	2014, persons named as the Independent Directors (ID) on the Board of Directors of the Company shall have their name included in the databank maintained by the Indian Institute of Corporate Affairs (IICA), Ministry of Corporate Affairs.	in Independent Directors Data Bank in compliance of the Section 150 of the Companies Act, 2013 and the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019 read with the Companies (Appointment and Qualification of Directors) Rules, 2014.
--	---	--	--

- (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 our 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 Operating 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 Limited (“BSE”), vide Ref No. SOP-(Review-20 Aug-2021)	Non-compliance of regulation 7(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	BSE vide email communication dated August 20, 2021 vide Ref No. SOP-(Review-20 Aug-2021) has imposed a fine of Rs. 2,360/- (Rupees Two Thousand Three Hundred Sixty Only) to be paid by the company within 15 (fifteen) days of date of the said email communication/letter, i.e. August 20, 2021 for Non-appointment of Share Transfer Agent.	In response to the above non-compliance, the Company vide its reply dated August 21, 2021 clarified the BSE that there is no change in the Registrar & Share Transfer Agent of the company.
2.	BSE Limited (“BSE”), vide Ref No. SOP-(Review-September-2021)	Non submission of financial results within the prescribed period as required under	BSE vide email dated 14.09.2021 vide Ref No. SOP-(Review-September-2021) has imposed a fine of Rs. 47,200/- (Rupees Forty-	In response to the above non-compliance, the Company vide its reply dated September 17, 2021 clarified the BSE that the Company have submitted the



CHETNA BHOLA & ASSOCIATES

Company Secretaries

Off.: A-428, 2nd Floor, Shastri Nagar, Delhi – 110052

Contact: 011-41675353; +91-7988842449

Email: csshukraa@gmail.com; chetnabhola@gmail.com

	Regulation 33 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Seven Thousand Two Hundred Only) to be paid by the company within 15 (fifteen) days of date of the said email communication/letter, i.e. September 14, 2021.	Financial Results for the quarter ended June 30, 2021 of the Company on the date of Board meeting itself i.e. August 12, 2021 and shared a copy of acknowledgement for the said submission.
--	--	--	---

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

Observations/ remarks of the Practising Company Secretary, if any.	Observation made in Secretarial Compliance Report for the year ended	Actions taken by Listed Entity	Comments of Practising Company Secretary
The Company had violated the provisions of Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 with respect to “Non-compliance with disclosure of Related Party Transactions on consolidated basis” against which BSE Limited had levied total fine of Rs. 2,30,100/- (inclusive GST) on the Company.	It is observed that the company has non-complied /late complied with the following regulation for the half year ended September 2020 and imposed total fine of Rs. 2,30,100/- (Rupees Two Lakh Thirty Thousand One Hundred Only) on the Company.	In reply of the above, the listed entity sent a communication email to BSE Limited dated 21st January, 2021 stating that – “As per the unaudited Financial Results submitted, Company has not undertaken any related party transactions during the half year ended September 30, 2020.	BSE vide mail dated 20 th July, 2021 stated that Company’s representation for waiver of fine was placed before the “Committee for reviewing representation for Waiver of fines levied under Standard operating Procedure (SOP) and pursuant to decision of the committee, request for Waiver has been approved.
Apart from the abovementioned violation, BSE Limited vide its email dated March 05, 2021 informed the listed entity about non-compliance of the Regulation 17(1) of the SEBI (LODR) Regulations, 2015 and imposed fine of Rs. 1,88,800/- (inclusive GST) and also informed that all the promoters’ demat accounts would be frozen if the compliance was not completed and fines not paid.	BSE vide mail dated Fri, Mar 5, 2021 it is observed that as per the latest shareholding pattern report the promoter name has been included in the list of promoters of the Company and also informed that all the promoters’ demat accounts would be frozen if the compliance was not completed and fines	In reply of the above, the listed entity sent an email communication to BSE Limited on March 08, 2021 stating that - “In respect of Regulation 17(1), the Company has fulfilled the composition of Board of Directors and Company has appointed Ms. Tanya Singhal (DIN: 08930315) as a woman director in the board of IM+CAPITALS LIMITED (Scrip code: 511628) w.e.f. 02.11.2020 in	The Company has fulfilled the compliance requirement of composition of the Board of Directors by appointing Ms. Tanya Singhal (DIN:08930315) as the Woman Director on the Board of the IM+ CAPITALS LIMITED (Scrip: 511628) w.e.f. 02.11.2020 in place of Mrs. Richa Mishra (DIN: 00405282) who was resigned as the Independent Woman Director on 02.11.2020

