



MUFIN GREEN FINANCE LIMITED

Formerly known as APM Finvest Ltd.

May 30, 2023

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Ref: Stock Code 542774

Sub: Annual Secretarial Compliance Report for financial year 2022-23

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 and BSE Notice No. 20230316-14 dated March 16, 2023, please find enclosed the Annual Secretarial Compliance Report of the Company dated May 30, 2023 issued by Mr. Abhay Kumar, Practicing Company Secretary, for the financial year 2022-23.

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

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, 2023**

[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, 2023 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, 2023 ("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 (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	The Company has paid the fine as imposed by the BSE.	None



								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.		
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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 18(1)	Composition of Audit Committee was not proper	BSE Ltd.	Fine	Non Compliance with requirements pertaining to the composition of the Audit Committee as per Regulation 18(1) of SEBI (LODR), 2015	136800	The composition of Audit Committee was proper, the representation letter filed with BSE and the fine was waived by the BSE as per the email dated December 31, 2021.	The Company has submitted the representation letter with BSE for compliance and waiver of fine levied.	None

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

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	<u>Secretarial Standards:</u> The compliances of the listed entity are	Yes	None



	in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)		
2	<u>Adoption and timely updation of the Policies:</u> <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	<u>Maintenance and disclosures on Website:</u> <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	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of companies act 2013	Yes	None
5	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	None
6	<u>Preservation of Documents:</u>	Yes	None



	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.		
7	<u>Performance Evaluation:</u> 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	Yes	None
8	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (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	Yes NA	None None
9	<u>Disclosure of events or information:</u> 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.	Yes	None
10	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> During the review period BSE has imposed fine pursuant to Fines as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020, for Non-submission of the Corporate governance compliance report within the period provided under regulation 27(2).	Yes	The Company has paid the fine as imposed by the BSE.



12	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulations/guidance note etc.	NA	No any additional non-compliance observed for all SEBI regulations/guidance note etc.
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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: A060309E000431889
Peer Review Cert. No.: 2050/2022

Date: 30.05.2023

Place: Delhi

