

DCM**LIMITED**

May 17, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1,
G Block, Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051

Scrip Code: 502820**Scrip Code: DCM****ISIN: INE498A01018****Sub: Annual Secretarial Compliance Report for the Financial Year 2023-24.**

Dear Sirs,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed the Annual Secretarial Compliance Report of the Company issued by Ms. Pragnya Parimita Pradhan, Proprietor of M/ s Pragnya Pradhan & Associates, Company Secretaries, for the financial year 2023-24.

This is for your information and record.

Thanking You

For DCM Limited



Yadvinder Goyal
Company Secretary

Encl. - As stated above

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg,
Bara Hindu Rao, Delhi - 110006. Phone: (011) 41539170
CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in



PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Secretarial Compliance Report of DCM LIMITED for the year ended 31.03.2024

I, Pragnya Parimita Pradhan, Proprietor of Pragnya Pradhan & Associates, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by the **DCM Limited** ('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 documents/ filings, as may be relevant, which has been relied upon to make this certification.

for the year ended 31.03.2024 ("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:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time; ('SEBI LODR')
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (*Not Applicable to the listed entity during the review period*);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time;
- (e) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;
- (f) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (*Not Applicable to the listed entity during the review period*);
- (g) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (*Not Applicable to the listed entity during the review period*);
- (h) 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*);

and Circulars/Guidelines issued thereunder; and based on the above examination, I hereby report that, during the Review Period:



PRAGNYA PRADHAN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

- (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 | Details of Violation | Fine Amount | Observations / Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---------|---|---------------------------|------------|-----------------|---|----------------------|-------------|--|---------------------|---------|
| | | | | | Advisory/Clarification / Fine/ Show Cause Notice/ Warning, etc. | | | | | |
| NIL | | | | | | | | | | |

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

| Sr. No. | Compliance Requirement (Regulations/circulars / Guidelines including specific clause) | Regulation / Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations / Remarks of the Practicing Company Secretary | Management Response | Remarks |
|----------------|---|---------------------------|------------|-----------------|---|----------------------|-------------|--|---------------------|---------|
| | | | | | Advisory /Clarification / Fine/Show Cause Notice/ Warning, etc. | | | | | |
| Not Applicable | | | | | | | | | | |



PRAGNYA PRADHAN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

(c) As per NSE Circulars no. NSE/CML/ 2023/21 dated March 16, 2023 & NSE/CML/ 2023/30 dated April 10, 2023 and BSE Circulars 20230316-14 dated March 16, 2023 & 20230410-41 and dated 10 Apr 2023, we confirm the following;

| Sr. No. | Particulars | Compliance Status (Yes/No/NA) | Observations/ Remarks by PCS* |
|---------|---|-------------------------------|-------------------------------|
| 1. | <u>Secretarial Standards:</u> 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 | NA |
| 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 | NA |
| 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 | NA |
| 4 | <u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 | Yes | NA |
| 5 | <u>To examine details related to Subsidiaries of listed entities:</u> | Yes | |



PRAGNYA PRADHAN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

| | | | |
|----|--|-----|--|
| | (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries | | NA |
| 6 | <u>Preservation of Documents:</u> 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. | Yes | NA |
| 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 | As per SEBI LODR and the Companies Act, 2013 the Board Evaluation is required to be done once in a year. Formal process of Performance Evaluation was carried out in the Month of February, 2024 for FY 2023-24. |
| 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 |
| 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 | NA |
| 10 | <u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of | Yes | NA |



PRAGNYA PRADHAN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

| | | | |
|----|--|----|---|
| | Insider Trading) Regulations, 2015. | | |
| 11 | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions 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. | NA | No Actions were taken against the listed entity |
| 12 | <u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc. | NA | NA |

- d. The Listed entity has complied with the clauses 6(A) and 6(B) as mentioned in SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 with regards to the Resignation of Statutory Auditors - There has been no resignation of Statutory Auditors during the Financial Year 2023-24.

Place: New Delhi
Date: 17-05-2024

For Pragnya Pradhan & Associates
Company Secretaries

PRAGNYA Digitally signed by
PRAGNYA
PARIMITA PARIMITA
PRADHAN PRADHAN
PRADHAN Date: 2024.05.17
14:15:57 +05'30'

(Pragnya Parimita Pradhan)
ACS No. 32778
C P No.: 12030
UDIN: A032778F000390190
Peer Review No: 1564/2021