

Dated: 23<sup>rd</sup> May, 2022

To  
Department of Corporate Affairs  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

**Scrip Code: 526871**

**Sub: Compliance under Regulation 24A of the SEBI (Listing Obligation & Disclosure Requirements)**  
**Regulation, 2015**

Dear Sir,

In terms of Regulation 24A of the SEBI(Listing Obligation & Disclosure Requirements) Regulation ,2015, we enclose Annual Secretarial Compliance Report dated 21<sup>st</sup> May 2022 duly issued by M/s Aprit Garg & Associates Practicing Company Secretaries for the Financial Year ended 31st March, 2022.

This is for your information and records purpose.

Thanking You

Yours faithfully

**For Intec Capital Limited**

**Vandana Das**  
**Company Secretary & Compliance Officer**

Encl.: As above.



# Arpit Garg & Associates

(Company Secretaries)  
B-5/163 Sector 8 Rohini Delhi 110085 (INDIA)  
Email ID: arpitgargcs@gmail.com

Date: 21.05.2022

To,  
The Board of Directors & Members  
Intec Capital Limited  
708, Manjusha Building,  
57 Nehru Place,  
New Delhi-110019.

**Annual Secretarial compliance report of 'Intec Capital Limited'  
for the Financial Year ended 31<sup>st</sup> March, 2022.**

I, Arpit Garg, of M/s Arpit Garg & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by the subject Company ("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, 31<sup>st</sup> March, 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;
- (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; *(Not Applicable to the Listed Entity During the Review Period.)*
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *(Not Applicable to the Listed Entity During the Review Period.)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(Not Applicable to the Listed Entity During the Review Period.)*



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(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;  
(Not Applicable to the Listed Entity 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 Listed Entity During the Review Period.)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015,

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	Investor Complaint – Regulation 13(1)  Failure to ensure that adequate steps are taken for expeditious redressal of investor complaints	It has been observed that there was an investor complaint which remained unresolved at the end of the Quarter.	The listed entity had replied via mail on 06 <sup>th</sup> January, 2022 and 21 <sup>st</sup> February, 2022 and filed ATR on 16.05.2022 and is pending with the Stock Exchange (BSE).

(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 Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by the Listed Entity, if any	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.



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(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 30 <sup>th</sup> March, 2021	Actions taken by the Listed Entity, if any	Comments of the Practicing Company Secretary on the actions taken by the Listed Entity
1.	-	Regulation 17(1A) under SEBI (LODR)  Special Resolution for appointment or continuation of non-executive director who has attained the age of 75 years  Mrs. Kumud Gupta turned 75 in January, 2021 but Special Resolution was not Passed. However, she resigned from Board on 31 <sup>st</sup> March, 2021.	It has been observed that there has been a delay of approximately 69 days in giving effect to the said compliance. A penalty of Rs. 1,62,840/- including GST @18% i.e., 24,840 was imposed upon the Listed Entity by the 'Bombay Stock Exchange' in this regard. The Listed Entity have complied with the directions of the Bombay Stock Exchange and paid such penalty on 27 <sup>th</sup> May, 2021.	<b>Listed Entity has paid the late penalty on 27<sup>th</sup> May, 2021</b>
2.	-	Regulation 17(1A) under SEBI (LODR)  For Mr. S.K. Goel, Special Resolution was passed on 26 <sup>th</sup>	It has been observed that there has been a delay of approximately 136 days in giving effect to the said compliance. The company has applied for a waiver of levied	<b>The decision for the waiver is awaited</b>



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		December, 2020	penalty at the Committee for Reviewing Representations for Waiver of Fines Levied under Standard Operating Procedure (SOP) ("Waiver Committee") on 08th January 2021, 14 <sup>th</sup> September, 2021 and 15 <sup>th</sup> March, 2022.	
3.	-	Regulation 17(1) under SEBI (LODR)  Composition of Board of Top 2000 Listed Entities on the basis of Market Capitalisation	As on 31 <sup>st</sup> March, 2020, the company was in the list of top 2000 Listed Entities as per Market Capitalisation, but the board was not duly constituted of 6 Directors. However, the board was duly constituted on 26 <sup>th</sup> December, 2020.	<b>It has been observed that there has been a delay of approximately 269 days in giving effect to the said compliance. A penalty of Rs. 5,36,900/-including GST @18% i.e., Rs. 81,900 was imposed upon the Listed Entity by the 'Bombay Stock Exchange' for Non-Compliance w.r.t to constitution of Board of 6 Directors for Quarter Ended June, 2020. Further, a penalty of Rs. 5,42,800/-including GST @18% i.e., Rs. 82,800 was imposed upon the Listed Entity by the 'Bombay Stock Exchange' for Non-Compliance w.r.t to constitution of Board of 6 Directors for Quarter Ended September, 2020. Furthermore, a penalty of Rs. 5,07,400/-including GST @18% i.e., Rs. 77,400 was imposed</b>



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				<b>upon the Listed Entity by the 'Bombay Stock Exchange' for Non-Compliance w.r.t to constitution of Board of 6 Directors for Quarter Ended December, 2020. However, the penalty for the Quarter ended June &amp; September, 2020 was waived off and the Listed Entity has paid the penalty for the Quarter ended December, 2020 on 16.03.2022.</b>
		Regulation 3(5) of SEBI (PIT)  Maintenance of Structured Digital Database (SDD)	The company is in process of finalizing the appropriate vendor for Maintenance of Structured Digital Database (SDD) to ensure the timely compliance of the said regulation.	<b>The Listed Entity has placed the vendor and has proper Digital Database in line.</b>

**For M/s Arpit Garg & Associates**

**ARPIT  
GARG**

Digitally signed by  
ARPIT GARG  
Date: 2022.05.21  
17:03:07 +05'30'

CS Arpit Garg  
(Practicing Company Secretary)  
ACS No: 60674  
C P No: 22703  
UDIN: A060674D000362096  
Place: New Delhi  
Date: 21.05.2022