

Secretarial Compliance Report of AMC Repo Clearing Limited
for the financial year ended March 31, 2025

UDIN: F005769G000252268

To,
AMC Repo Clearing Limited
Unit No. 503, Windsor, Off CST Road, Kalina,
Santacruz East, Vidyanagari,
Mumbai- 400098

We, Purwar & Purwar Associates LLP, Practicing Companies Secretaries Firm have conducted the review of the compliances of the applicable statutory provisions and the adherence to good corporate practices by **AMC Repo Clearing Limited** (hereinafter referred to as '**the Company**') (**CIN: U65929MH2021PLC3591081**) having its Registered Office at Unit No. 503, Windsor, Off CST Road, Kalina, Santacruz East, Vidyanagari, Mumbai- 400098 during the financial year ended on March 31, 2025 ('**Review period**'). Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

We have examined:

- (a) all the documents and records made available to us and explanation provided by the Company,
- (b) the filings/ submissions made by the Company,
- (c) website of the Company,
- (d) any other document / filing, as may be relevant, which has been relied upon to make this certification,

for the 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: -

LLP Identification No. ACA-2394

ISO/IEC 27001:2022 Certified Firm



+91 9820954978



pradeep.purwar@cspqa.net



Omega Business Park, Office #405, Plot A-271 & A-298,
Road. 33, Wagle Estate, Thane (W) 400 604, Maharashtra, India.



- and circulars/ guidelines issued thereunder.

(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
Not applicable										

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

Sr. No	Observations / Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2023 (the years are to be mentioned)	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
Not Applicable						

We hereby report that, during the Review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS*
1.	<u>Secretarial Standards:</u> The compliances of the Company are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
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 the Board of Directors / Committees of the Company. All the policies are in conformity with SEBI Regulations and have been reviewed and updated on time, as per the regulations / circulars / guidelines issued by SEBI. 	Yes	-

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS*
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> The Company 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 redirects to the relevant document(s)/section of the website. 	<p>No</p> <p>No</p> <p>Yes</p>	<p>(a) The Company has not disseminated Newspaper Publications under Reg 46(2)(q) on the Website of the Company</p> <p>(b) The Company has not disseminated documents / data within prescribed time of two working days on its website after the change as required under Reg 46(3)(b)</p> <p>-</p>
4.	<u>Disqualification of Directors:</u> None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the Company	Yes	-
5.	<u>Details related to Subsidiaries of the Company have been examined w.r.t.:</u> <ul style="list-style-type: none"> Identification of material subsidiary companies. Requirements with respect to disclosure of material as well as other subsidiaries 	N.A.	The Company does not have any Subsidiary Company
6.	<u>Preservation of Documents:</u> The Company is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records is as per Policy of Preservation of Documents and Archival Policy prescribed under Listing Regulations	Yes	-

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS*
7.	<u>Performance Evaluation:</u> The Company has conducted performance evaluation of the Board, Independent Directors and the Committees on annual basis as prescribed in SEBI Regulations.	Yes	-
8.	<u>Related Party Transactions:</u> The Company has obtained prior approval of audit committee for all Related Party Transactions; 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 N.A	- The Company has obtained prior approval for all Related Party Transactions
9.	<u>Disclosure of events or information:</u> The Company has provided all the required disclosure(s) under Regulation 30 along with Schedule III of Listing Regulations within the time limits prescribed thereunder.	Yes	-
10.	<u>Prohibition of Insider Trading:</u> The Company is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	N.A.	The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 are not applicable to the Company
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No action(s) has been taken against the Company / 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.	Yes	-

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS*
12.	<p><u>Resignation of Statutory Auditors from the Company or its material subsidiaries:</u></p> <p>In case of resignation of statutory auditor from the Company or any of its material subsidiaries during the financial year, the Company and / or its material subsidiary (ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the Listing Regulations by listed entities.</p>	N.A.	<p>There was no event of resignation of Statutory Auditors.</p> <p>Further, the Company does not have any Subsidiary Company</p>
13.	<p><u>Additional non-compliances, if any:</u></p> <p>No additional non-compliances observed for any SEBI regulation/circular/guidance note etc.</p>	No	<p>(a) The Weblinks mentioned in Corporate Governance Report annexed to the Board's Report for FY 2023-24 are not specific and it does not redirect to the relevant document (s) / section of the website</p> <p>(b) Financial results as specified in Regulation 33 along-with the modified opinion(s) or reservation(s), if any, expressed by the auditor and notice given to the shareholders of the Company is not published in Newspaper</p>

*Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or 'NA'

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Company.
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 records and books of account of the Company.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the Listing Regulations and is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Purwar & Purwar Associates LLP
Company Secretaries
[Unique Identification No.: L2023MH013700]
[PR No: 6666/2025]

Place: Thane
Date: May 02, 2025

Pradeep Kumar Purwar
Designated Partner
Membership No.: FCS: 5769
Certificate of Practice No.: 5918