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SECRETARIAL COMPLIANCE REPORT

OF ANJANI FINANCE LIMITED (CIN: L65910MP1989PLC032799)

(PURSUANT TO THE REGULATION 24A OF SEBI (LODR), 2015)

To,
ANJANI FINANCE LIMITED
CIN: L65910MP1989PLC032799
The Agarwal Corporate House,
1, Sanjana Park, ADJ, Agarwal Public School,
Bicholi, Mardana Road, Indore- 452016 (MP)

SECRETARIAL COMPLIANCE REPORT OF ANJANI FINANCE LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025 PURSUANT TO THE REGULATION 24A OF SEBI (LODR), 2015

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by ANJANI FINANCE LIMITED (hereinafter referred as 'the listed entity'), having its Registered Office at The Agarwal Corporate House, 1, Sanjana Park, Adj. Agarwal Public School, Bicholi Mardana Road, Indore 452016, MP IN. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion/observations thereon.

Based on our verification of the listed entity's books, papers, 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, 2025, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We, SMR & Associates, Company Secretaries, represented by its Proprietor, Mohd. Raees Sheikh, have examined:

- a) all the documents and records made available to us and explanation provided by ANJANI FINANCE 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 document/ filing, as may be relevant, which has been relied upon to make this report,

for the year ended 31st March 2025 ("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");



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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;
- 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 Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021
- j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder;

I hereby report that the company has complied with the provisions above Regulations and Circulars/ guidelines issued thereunder as applicable to it.

It is further reported that Regulations listed under items (d) to (g) and (i) above were not applicable to the listed entity during the review period.

(a) (**) The Issued listed entity has complied with the provisions of the above Regulations and circulars/ thereunder, except in respect of matters specified below:

<u>S. No</u>	<u>Compliance Requirement.</u>	<u>Regulation / Circular No.</u>	<u>Deviation</u>	<u>Action Taken by Company</u>	<u>Type of Action</u>	<u>Fine Amount</u>	<u>Observation/ Remarks of the Practicing Company Secretary</u>	<u>Management Response</u>	<u>Remarks</u>
1	Regulation 33 In Respect to Delay submission of Financial Results	SEBI/HO/CFD/PoD2/CIR/P/20 23/120	Late Submission	Complied and Penalty Paid	Fine	35000 + 6300 (18% GST) = Rs. 41300/-	The Company has complied and paid the penalty as per BSE's directive.	NA	NA

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

(c) We hereby report that, during the Review Period the compliance status of the listed entity appended as below:

<u>S.no</u>	<u>Particulars</u>	<u>Compliance Status (Yes/No/NA)</u>	<u>Observations/ Remarks by PCS</u>
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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), 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> 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 have been reviewed & updated on time, as per the regulations / circulars/ guidelines issued by SEBI	Yes	-
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	-
4	<u>Disqualification of Director:</u> None of the Director(s) of the Company is disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5	<u>Details related to Subsidiaries of listed entities have been examined with respect to:</u> <ul style="list-style-type: none">-Identification of material NA subsidiary companies-Disclosure requirement of material as well as other subsidiaries	Yes	The listed entity does not Have any material subsidiary company
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 of Preservation of Documents and Archival policy prescribed under SEBI (LODR) Regulations, 2015	Yes	-



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7.	Performance Evaluation: The listed entity has conducted performance evaluation of the board, independent directors and the committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	-
8.	Related Party Transactions: (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	-
9.	Disclosure of events or information: 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	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: The Company was penalized by BSE under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pursuant to SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (Chapter VII(A) – Penal Action for Non-Compliance), for non-submission of financial results within the prescribed time frame.	Yes	Except as specified in table 'a'



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12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity 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 LODR Regulations by listed entities.	Yes	There was no resignation of statutory auditor from the listed entity during the Review Period. Further, the listed entity does not have any material subsidiary company.
13.	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	-

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 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 records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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.

Place: Indore

Date: 14-05-2025

For SMR & Associates
Company Secretaries

(CS Mohd Raees Sheikh)
FCS No.: 6841
CP No.: 26061
UDIN: F006841G000336214
PR No.: 6720/2025