

Avonmore Capital & Management Services Ltd.

Ref: acms/corres/Bse/21-22/015

June 30, 2021

**The General Manager
(Listing & Corporate Relations)
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001**

Re: Disclosure of Annual Secretarial Compliance Report for the Year Ended 31st March, 2021

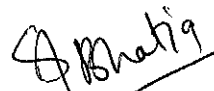
Sir/Ma'am

In accordance with Reg. 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report of the Company duly certified by the Practicing Company Secretary for the year ended 31st March, 2021.

You are requested to kindly take the same on your record

Thanking you,

Yours Faithfully,
For Avonmore Capital & Management Services Ltd.


**Shilpa Bhatia
Company Secretary & Compliance Officer
M. No. A49386**



Encl: a/a

SECRETARIAL COMPLIANCE REPORT
of
AVONMORE CAPITAL & MANAGEMENT SERVICES LIMITED
(For the year ended 31st March, 2021)

We, M/s Neeraj Gupta and Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by **AVONMORE CAPITAL & MANAGEMENT SERVICES LIMITED** hereinafter referred to as "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 31st March, 2021 ("**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 there under, 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 Audit period under review**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;-**Not applicable to the Company during the Audit period under review**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable to the Company during the Audit period under review**



(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable to the Company during the Audit period under review**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

(i) The Depositories Act, 1996 read with SEBI (Depositories and Participants) Regulations, 2018 and the Regulations and Bye-Laws framed thereunder;

(j) The Prevention of Money-Laundering Act, 2002 and the Provision of Money Laundering (Maintenance of Records, etc) Rules, 2005-**Not applicable to the Company during the Audit period under review**

(k) SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 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
NONE			

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/our examination of those records.

(c) The following are the details of actions taken against the ~~listed entity/ its promoters/ directors/~~ material subsidiary namely Almondz Global Securities Limited 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	Details of violation	Details of action taken	Observations/ remarks of the Practicing Company Secretary, if any.
1.	National Stock Exchange of India Ltd (NSE)	Delayed submission of the voting results for the court Convened meeting held on March 03, 2021 under Regulation 44(3) of SEBI	NSE vide its e-mail/ letter No.: NSE/LIST-SOP/REG-44/FINES/100859 dated 15.04.2021 issued notice and imposed fine of Rs. 10,000/- on the material subsidiary namely Almondz Global Securities	The material subsidiary deposited the fine of Rs.10,000/- with NSE on 27.04.2021



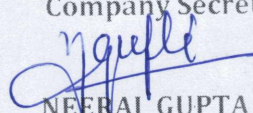
		(Listing Obligations & Disclosure Requirements) Regulations, 2015	Limited	
2.	BSE Limited (BSE)	Delayed submission of the voting results for the court Convened meeting held on March 03, 2021 under Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015	BSE vide its e-mail/ letter No.: SOP-CReview-April2021 dated 15.04.2021, issued notice and imposed fine of Rs. 10,000/- on the material subsidiary namely Almondz Global Securities Limited	The material subsidiary deposited the fine of Rs.10,000/- with BSE on 28.04.2021

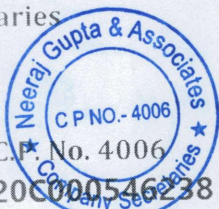
(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NOT APPLICABLE				

We further report that during the Review Period, there was no event of appointment/ reappointment/resignation of statutory auditor of the Company and the Company has suitably modified the terms of appointment of its existing auditor.

For Neeraj Gupta & Associates
Company Secretaries


NEERAJ GUPTA
M. No. FCS 5720, C. No. 4006
UDIN: : F005720C000546238



Place: Delhi
Date: June 30, 2021