ArihantCapital
Generating Wealth

Date: 27th April, 2021

To,
The Department of Corporate Services
Bombay Stock Exchange Limited
Floor 25, P. J. Tower,
Dalal Street,
Mumbai – 400 001

Sub: Submission of Secretarial Compliance Report for the year ended March 31, 2021

Dear Sir,

In compliance with Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and with SEBI Circular No.CIR/CFD/CMD1/27/2019 dated February 08, 2019, Please find enclosed copy of Annual Secretarial Compliance Report dated April 12, 2021 for the Financial Year 2020-21 issued by Virendra G Bhatt, Company Secretary in practice.

Thanking You

Yours faithfully,

For Arihant Capital Markets Limited

ARIHANT CAPITAL MARKETS LIMITED

Mahesh Pancholi
(Company Secretary)
M. No. F-7143

ARIHANT CAPITAL MARKETS LTD.
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CIN: L67120MP1992PLC007182
W: www.arihantcapital.com **E:** contactus@arihantcapital.com

Virendra Bhatt
Company Secretary

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SECRETARIAL COMPLIANCE REPORT OF ARIHANT CAPITAL MARKETS LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

1. **I, Virendra G. Bhatt, Practicing Company Secretary, have examined:**

    (a) all the documents and records made available to me and explanation provided by the **Arihant Capital Markets Limited** having CIN: **L67120MP1992PLC007182** ("the listed entity") arising from the compliances of specific Regulations listed under Clause 2 of this report;

    (b) the filings/ submissions made by the Listed Entity to the Stock Exchange in connection with the above;

    (c) website of the Listed Entity; and

    (d) all other documents, fillings or submission on the basis of which this certification is given,

    for the financial 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");

2. **The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-**

    (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

    (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – (Not Applicable during the review period);

(c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018– (Not Applicable during the review period);

(e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 – (Not Applicable during the review period);

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008– (Not Applicable during the review period);

(g) The Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013– (Not Applicable during the review period);

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

(i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - (Not Applicable during the review period);

and based on the above examination, I hereby report that, during the Review Period:

(a) The Listed Entity has prima facie complied with the applicable provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of the matters specified below:

Sr. No.	**Compliance Requirement (Regulations/ circulars / guidelines including specific clause)**	**Deviations**	**Observations/ Remarks of the Practicing Company Secretary**
-	N.A.	N.A.	N.A.

(b) During the review period, the Company has given intimation on 19th June, 2020 to the Stock exchange for the Board Meeting to be held on 29th June, 2020 which later was postponed and rescheduled to 09th July, 2020 for which the Company has not published the Notice of the Board Meeting held on 09th July, 2020 in the newspapers for approval of the Financial Results for the quarter ended 31st March, 2020.

(c) 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.

(d) The following are the details of actions taken against the listed entity/ its promoters/ directors either by SEBI 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 E.g. fines, warning letter, debarment, etc.**	**Observations/ remarks of the Practicing Company Secretary, if any.**
1.	The Securities Exchange Board of India	Violation of provisions of clause 12(e) of the Annexure to SEBI Circular No.: MIRSD/SE/Cir-19/2009 dated 03rd December, 2009 and also Circular No.: SMD/SED/CIR/93/23321 dated 18th November, 1993 which specifies the norms for regulation of transactions between clients and brokers.	The SEBI has imposed penalty of Rs. 1,00,000/- under the provisions of Section 15 HB of the SEBI Act and Rs. 5,00,000/- under the provisions of Section 23D of SCRA.	The Company had filed an appeal before the Securities Appellate Tribunal ('SAT') for review of penalty levied by the SEBI. The final outcome of appeal is pending as on 31st March, 2021.

(e) 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
1.	Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No.: CIR/CFD/CMD/4/2015 dated 09th September, 2015 – During the review period, the Company has filed outcome of Board Meetings under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 without mentioning the time of commencement and conclusion of the Board Meeting.	31st March, 2020	N.A.	------
2.	Intimation of Closure of Trading window under Schedule B to the SEBI (Prohibition of Insider Trading) Regulations, 2015 – During the review period, the Company has delayed in filing intimation of Closure of trading window required to be made by the Compliance Officer of the Company for the quarter ended 31st March, 2019.	31st March, 2020	N.A.	-------

(f) I further report that during the review period, as per the information provided by the Company, prima facie there were no instances of transaction by the designated persons in the securities of the Company during the closure of trading window.

(g) I have conducted online verification and examination of records, as facilitated by the Company due to Covid-19 and subsequent lockdown situation for the purpose of issuing this Report.

VIRENDRA GUNVANT RAI BHATT

Digitally signed by VIRENDRA GUNVANTRAI BHATT
DN: c=IN, st=Maharashtra, 2.5.4.20=d586b5bf658b6a316510c0fbbb12d6146d48e3612b28d98c73edeef6141486b7, postalCode=400037, street=antop hill, serialNumber=b27413d7aa6285c188da263f9f77bc6672e45822a719468d068f094a1e7dd06a, o=Personal, cn=VIRENDRA GUNVANTRAI BHATT, pseudonym=5cb0c3061604af31692e2c3fffed9b7f
Date: 2021.04.12 15:48:14 +05'30'

Date: 12th April, 2021 | **Virendra G. Bhatt**
Place: Mumbai | **Practicing Company Secretary**
ACS No.: 1157 / COP No.: 124

UDIN: A001157C000033211