

# SMIFS CAPITAL MARKETS LIMITED

April 01, 2022

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata -700 001

Dear Sir,

Sub: Regulation 27 of the Listing Agreement - Corporate Governance

Enclosed please find the quarterly compliance report on Corporate Governance for the quarter ended March 31, 2022 for your kind reference and record.

Please acknowledge.

Yours faithfully, For SMIFS CAPITAL MARKETS LIMITED

Busin

(Poonam Bhatia)
Company Secretary-cum-Senior Manager Legal

Encl: a/a



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Seneral information abou	it company
Scrip code	508905
NSE Symbol	to the second se
MSEI Symbol	Annual Control of the
ISIN	INE641A01013
Name of the entity	SMIFS CAPITAL MARKETS LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Enter the quarter ended date only

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For SMIFS CAPITAL MARKETS LIMITED

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			Call Table 200			
12			<b>Disclo</b> sure of	notes on composi	ition of <b>board</b> of directors explanatory	
34.7		2		Whether the i	isted entity has a Regular Chairperson	Yes
4				Whethe	r Chair <b>person</b> is related to MD or CEO	No
and the					W. Adams	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	Title (Mi	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors
	( Ade	Delete			The state of the s	
11	Mr	UTSAV PAREKH	AGHPP4467H	00027642	Non-Executive - Non Independent Director	Chairperson
2	Mr	KISHOR SHAH	AIQPS4268J	00170502	Executive Director	Not Applicable
3	Mr	AJAY KUMAR KAYAN	AGGPK0892G	00239123	Non-Executive - Non Independent	Not Applicable
4	Mr	RAMESH MAHESHWARI	AEXPM8916N	00170811	Non-Executive - Independent	Not Applicable
5	Mr	SANTOSH KUMAR MUKHERJEE	AFAPM3116N	00170646	Non-Executive - Independent	Not Applicable
6	Mrs	PUSHPA MISHRA	ANVPM5278L	07898390	Non-Executive - Independent	Not Applicable

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FOR SMIFS CAPITAL MARKETS LIMITED

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reprise	The second secon	Annexure to be su	nited by listed entity on o	uarterly basis	
		I. Comp	Kitlen of Board of Director	s fact diffe	
This seem that a still the					Party Comments of the Comments
	Horse Section 1994				And The Control of th
	The state of the s	Whether special resolution			
Category 3 of directors	Date of Birth	passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment
				T	
	28-08-1956	NA		28-05-1990	
MD	30-08-1956	NA	The second secon	31-01-2002	
	26-04-1957	NA		30-06-2007	
	25-12-1932	Yes	16-01-2019	10-07-1990	04.04
Shareholder Director	24-03-1947	Yes	16-01-2019	16-09-2006	01-04-2019
Shareholder Director	11-06-1972	Yes	22-09-2018	22-09-2018	01-04-2019

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FOR SMIFS CAPITAL MARKETS LIMITED

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Date of dire	nure of ector (in onths)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
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For SMIFS CAPITAL MARKETS LIMITED

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Annexure 1 · Phys. C. ii. jumposition of Committees Disclosure of notes on composition of committees explanatory Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

For this quarter kindly note the following points:

1. Date of Appointment and Dele of Cessation (if applicable) must be mandatorily filled for every Committee.

2. Date of Appointment can be any day upto September 30, 2021.

3. Date of Cessation must be for the current quarter only, i.e. July 1,2021

\_to September 30 2021

ALICH	it Committee Details			1 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	į.		ji.		
				Whether th	e Audit Committee has a Regular Champerson	Yes			4.4
Sr	DIN Number	Name of Committee members	Category 1 of directo	ors	Category 2 of directors	Date of Appoi	ntment	Date of Cessation	Remarks
1.	00170646	SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Direc	tor	Chairperson	01-04-20			
2	00027642	UTSAV PAREKH	Non-Executive - Non Independent I	Director	Member	01-04-20	, !	· · · · · · · · · · · · · · · · · · ·	A A CONTRACTOR OF THE ACT OF THE
3	078,98390	PUSHPA MISHRA	Non-Executive - Independent Direc	tor	<b>M</b> ember	25-09-20	<b>I</b>	· · · · · · · · · · · · · · · · · · ·	
4		somet s			Company of the Compan		W 117 Maria	1/1000 (0.0000)	The same confidence of
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T				Whether the Nomination and rem	uneration committee has a Regular Chairperson	Yes			
\$r	DIN Number	¥.	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	00170811		RAMESH MAHESHWARI	Non-Executive - Independent Director	Chairperson	01-04-2019		64-54- 010-34-	
2	001.70646		SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Member	01-04-2019	To the second second		
3	07898390		PUSHPA MISHRA	Non-Executive - Independent Director	Member	25-09-2017	· · · · · · · · · · · · · · · · · · ·	7 (80) (80)	
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			Whether the Stakehold and					
	DIN Nomber	Name of Committee members	Category 1 of directors		militee has a Regular Chaliperson	Yes		
00170645		SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director		Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
00170502		KISHOR SHAH	Executive Director	Chairperson		(1) 04-2019	and the second s	
07898390		PUSHPA MISHRA	Non-Executive - Independent Director	Member		01-04-2018	** ************************************	Manager a see a constant and a constant
			independent Director	Member	-	21-09-2017		ret a rigo
		**************************************			No. tona	* MALAMATA A	t towns and	· · · · · · · · · · · · · · · · · · ·
	· · · · · · · · · · · · · · · · · · ·		The Committee of the Co		· · · · ·	Marie Managere,	A control man is	
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	× .	**	A Committee of the Comm			**************************************	A Delenge Comm.	Annual Manager (1)
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					The state of the s	100	<u></u>		
Ţ	DIN Number	. William		Whether the Risk Marin	gement Com <b>mittee</b> has a Regular Chair	person			
	Dily lyumper	Name of Committee members	14.5.	Category 1 of directors	And the second s			100	
				Contribution of the Contri	Category 2 of directors	4	Date of Appointment	Date of Cessation	
	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	- Continues of the second of t		11			EST US	and the second s	Remarks
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1			*** **** ***	· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·				· · · · · · · · · · · · · · · · · · ·
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		"]							
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Sr DIN Number Name of Committee members Category 1 of directors Date of Appointment Date of Cessation Remarks

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the	r Committee					
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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FOR SMIFS CAPITAL MARKETS LIMITED

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	Méeting of Board of Directors		Annexine 1			
	Disclosure of notes on meeting of board of direc	tors explanatory	Add Not	es		
Sir	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including independent Director)	No. of Independent Directors attending the meeting*
						•
	Add Delete :					
1	Add Delete 02-11-2021	and the second second		Yes	6	3
1 2		97		Yes Yes	6	3

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For SMIFS CAPITAL MARKETS LIMITED

COMPANY SECRET

CUM-SENIOR MANAGER LA SENI

<sup>\*</sup> to be filled in only for the current quarter meetings

V. Related Party Transactions		
Sr. Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT	Yes NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on relation relations and a process of material fransactions and a process of material frances and a process of material	4.	Add Notes
Prev	MANAGE SOLET	Add Notes

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(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

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Annexure II to be submitted by listed entity at	100 miles	Andread of the control of the control of	The state of the s	whole or the	anciai vocij	Table 1	
! Olsclosure on v	2.000	ms of Usting?	<b>me</b> Yuletjons	The second		# 1	
Ser Item	Compliante Status (Yes/No/NA)	-1	No dethils of non-compl given here.	illance may be	<b>W</b> eb address		
1 Details of business	Yes				www.smifscap.com		
2 Terms and conditions of appointment of independent directors	Yes	1	V4		www.smifscap.com		
3 Composition of various committees of board of directors	Yes		en and a second	10 447 1 2	www.smifscap.com		
4 Code of conduct of board of directors and senior management personnel	Yes			and at an art	www.smifscap.com		
5 Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	1	糖素	A\$200 (17)	www.smifscap.com		
6 Criteria of making payments to non-executive directors	Yes			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	www.smifscap.com	T. AND MAN	
7 Policy on dealing with related party transactions	Yes		a de la composición del composición de la composición del composición de la composic	tiefelije. Wala i gije	www.smifscap.com	The state of the s	
8 Policy for determining 'material' subsidiaries	NA	*					
9 Details of familiarization programmes imparted to independent directors	Yes			Transport	www.smifscap.com	handra a constitue pro-	
Contact information of the designated officials of the listed entity who are responsible for assisting	Yes	dia n ₹		2004	· · · · · · · · · · · · · · · · · · ·		
and handling investor grievances  11 email address for grievance redressal and other relevant details	Yes			Service Services	www.smifscap.com		
12 Financial results	Yes				www.smifscap.com	100 C C C C C C C C C C C C C C C C C C	
13 Shareholding pattern	Yes	-					
14 Details of agreements entered into with the media companies and/or their associates	NA NA	*	4004 k in 1984 k k	TALL I	www.smifscap.com	II alger	
Schedule of analyst or institutional investor meet and presentations made	1			234CA			
by the listed entity to analysts or institutional investors simultaneously with	NA	***************************************	\$10H - \$				
submission to stock exchange	·	*			send o roic	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
16 New name and the old name of the listed entity	NA	*	Authority of the second of the			Constitute of the Constitute o	
17 Advertisements as per regulation 47 (1)	Yes	1		lategit i de	www.smifscap.com	Cen	<b>tified True Cop</b> ) IFS CAPITAL MARKETS LIM
18 Credit rating or revision in credit rating obtained	NA.						- I.w
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	1		10 September 1980	www.smifscap.com	for Simil	FS CAPITAL MARKETS LIN
Whether company has provided information under separate section on its website as her Regulation	Voc	T F			WWW.SIIIIIBCap.com		,
20 46(2)	Yes	*		1116	www.smifscap.com		PRILLE
21 Materiality Policy as per Regulation 30	NA	7					(POONAM BHATIA) COMPANY SECRETARY
22 Dividend Distribution policy as per Regulation 43A (as applicable)	NA						(PUUNAM BHATIA)
23 It is certified that these contents on the website of the listed entity are correct	Yes	·			www.smifscap.com	CUA	COMPANY SECRETARY
24 Disclosure of notes on website in terms of Listing Regulations explantory [Text Block]		File Comp.	Add Notes			J	M-SENIOR MANAGER LE
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44,11	Via Affirmations (ii)	TO A STREET OF STREET
Sr	Subject Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015  a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.  b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.  c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.  d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

Prev

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			Anı	nexure 1	1841 : 1845 1846 : 1845 1847 : 1845	
Sr			Subject			Compliance status
1	Name of signatory	· come comme and analysis of the comme	A STATE OF THE PARTY AND ADDRESS OF THE PARTY	THE PROPERTY OF THE PROPERTY O		Poonam Bhatia
2	Designation				AND	Company Secretary and Compliance Officer
L					Makanina - Applica Application to Adaptive Application and App	Compliance Officer

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For SMIFS CAPITAL MARKETS LIMITED

(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

	II. Ansua Affirmations	From Action	MAT TO SANCE	
Si				
-	1 Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	200	of compliance may be given here.
2	Board composition	· · · · · · · · · · · · · · · · · · ·	Yes	
3	Meeting of Board of directors · ·	17(1), 17(1A) & 17(1B)	Yes	
4	Quorum of Board meeting	17(2)	Yes	
5	Review of Compliance Reports	17(2A)	Yes	
6	Plans for orderly succession for appointments	17(3)	Yes	
7	Code of Conduct	17(4)	Yes	
8	Fees/compensation	17(5)	Yes	
9	Minimum Information	17(6)	Yes	
10	Compliance Certificate	17(7)	Yes	
11	Risk Assessment & Management	17(8)	Yes	
12	Performance Evaluation of Independent Directors	17(9)	Yes	
13	Recommendation of Board	17(10)	Yes	
14	Maximum number of Directorships	17(11)	Yes	
15	Composition of Audit Committee	17A	Yes	
16	Meeting of Audit Committee	18(1)	Yes	Total Control of the
17	Composition of nomination & remuneration committee	18(2)	Yes	The state of the s
18	Quorum of Nomination and Remuneration Committee meeting	19(1) & (2)	Yes	Certified True Copy
19	Meeting of Nomination and Remuneration Committee	19(2A)	Yes	Certified True Copy
20	Composition of Stakeholder Relationship Committee	19(3A)	Yes	The state of the s
21	Meeting of Stakeholders Relationship Committee	20(1), 20(2) & 20(2A)	Yes	For SMIFS CAPITAL MARKETS LIMITED
22	Composition and role of risk management committee	20(3A)	Yes	
23	Meeting of Risk Management Committee	21(1),(2),(3),(4)	NA	Busti
24	Vigil Mechanism	21(3A)	NA NA	
25	Policy for related party Transaction	22	Yes	(POONAM BHATIA)
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(1),(1A),(5),(6),(7) & (8)	Yes	COMPANY SECRETARY CUM-SENIOR MANAGER LEGAL
27	Approval for material related party transactions	23(2), (3)	Yes	CUMPENIOR MANAGENEEUA
28	Disclosure of related party transactions on consolidated basis	23(4)	NA NA	
29	Composition of Board of Directors of unlisted material Subsidiary	23(9)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(1)	NA NA	
31	Annual Secretarial Compliance Report	24(2),(3),(4),(5) & (6)	NA .	
	Alternate Director to Independent Director	24(A)	Yes	
	Maximum Tenure	25(1)	NA .	
'	CONTROL OF A CONTR	25(2)	Yes	

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	Any other information to be provided				Add N	otes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	NA NA				43024
40	Disclosure of Shareholding by Non-Executive Directors	20(4)				and the second	
		26(4)	Yes				**************************************
	management personnel	26(3)	163				
	Affirmation with compliance to code of conduct from members of Board of Directors and Senior	26/2)	Yes			THE	
38	Memberships in Committees	26(1)	Yes				. Marin II
37	D & O Insurance for Independent Directors						e Helita
**********	1.7. · A.	25(10)	NA	. 44	Sec. Co.	1	Marie 17 Pro
36	Declaration from Independent Director	25(8) & (9)	Yes	2.00	Figure 1915 the State State		
35	Familiarization of independent directors	25(7)	Yes				coming to
34	Meeting of independent directors						Constitution (1815)
		25(3) & (4)	Yes			v de la	4.4400000

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	Amexure II	
1	1 Name of signatory	Mrs. Poonam Bhatia
-	2 Designation	Company Secretary and Compliance Officer

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For SMIFS CAPITAL MARKETS LIMITED

Phlana

(POONAM BHATIA) COMPANY SECRETARY CUM-SENIOR MANAGER LEGAI



. ji	Affirmations Affirmations Affirmations	
Sr	Particulars Particulars	Compliance status (Yes/No/NA)
	The Listed Entity has approved Material Subsidiary Policy and the	
1	Corporate Governance requirements with respect to subsidiary of Listed	NA
	Entity have been complied	
	Any other information to be provided	Add Notes

Prev

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	Annexure II	
1	Name of signatory	Mrs. Poonam Bhatia
2	Designation	Company Secretary and Compliance Officer

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For SMIFS CAPITAL MARKETS LIMITED

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COMPANY SECRETARY
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	Additional Half y	early Disclosure		
	Applicable	A 100 Committee of the		
Applicability of disclosure		The state of the s	and the second of the second o	
Reason for Non Applicability	Add Notes			
I. Disclosure of Loans/ guarantees/comfort letters ,	/securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the	listed entity directly or indirectly to		language of the control of the control	
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months		
Promoter or any other entity controlled by them	0.00	(0.00		
The course of th				
Promoter Group or any other entity controlled by them	0.00	0.00		
Directors (including relatives) or any other entity				
controlled by them	0.00	0.00		
	0.00	[0.00	Colora availad Du	
(B) Any guarantee / comfort letter (by whatever name	called) provided by the listed entity directly or indirec	tly, in connection with any loan(s) or any other form o	Balance outstanding at the end of six	
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	months(taking into account any invocation)	
and the second s	;NA	10.00	0.00	
Promoter or any other entity controlled by them	The state of the s			
Promoter Group or any other entity controlled by	NA	0.00	0.00	
them	The state of the s	hand and the state of the state	:	
Directors (including relatives) or any other entity	NA 0.00		<sup>2</sup> 0.00	
controlled by them KMPs or any other entity controlled by them	NA	0.00	10.00	
(C) Any security provided by the listed entity directly of	rindirectly, in connection with any loan(s) or any other	er form of debt availed by	The second secon	
(C) Any security provided by the listed entity directly o		Aggregate value of security provided during six	Balance outstanding at the end of six months	
Entity	Type of security (cash, shares etc.)	months		
Promoter or any other entity controlled by them	NA	0.00	10.00	
Promoter Group or any other entity controlled by	The state of the s			
them	NA	0.00	0.00	
Directors (including relatives) or any other entity	Market and an angel processing and a state of the state o		0.00	
controlled by them	NA	0.00	0.00	
KMPs or any other entity controlled by them	NA	[0.00	0.00	
(D) Additional Information			Add Notes	
II. Affirmations			Company Remarks	
	nations	Compliance Status	Company nemana	
All loans (or other form of debt), guarantees, comfort	etters (by whatever name called) or securities in	Yés	Add Notes :	
connection with any loan(s) (or other form of debt) giv	en directly or indirectly by the listed entity to			
Name SHREEMANTA BANERJEE		Cambified Chara Cassa		
Designation	CFO	Certified True Copy		
Place	KOLKATA			
Date	01-04-2022		A STATE OF THE STA	

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(POONAM BHATIA)
COMPANY SECRETARY
SENIOR MANAGER LEGAL



Signatory Details			
Name of signatory	Poonam Bhatia		
Designation of person	Company Secretary and Compliance Officer		
Place	Kolkata		
Date	01-04-2022		

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For SMIFS CAPITAL MARKETS LIMITED

Phylatia (POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

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