



**SECRETARIAL COMPLIANCE REPORT**  
OF  
**COMPETENT AUTOMOBILE COMPANY LIMITED**  
For the year ended 31.03.2023

To  
The Members of  
**Competent Automobiles Company Limited**  
F-14, Connaught Place  
New Delhi – 110001

We, M/s. **P.P. Agarwal & Co.** have examined:

- I. All the documents and records made available to us and explanation provided by **Competent Automobiles Company Limited** ('the listed entity'),
- II. The filings /submissions made by the listed entity to the stock exchanges,
- III. Website of the listed entity, and
- IV. any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31.03.2023 ("Review Period") in respect of compliance with the provisions of:

- i) the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued under them; and
- ii) the Securities Contracts (Regulation) Act, 1956, rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("the SEBI");

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 (Buy-back 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 (Depositories and Participants) Regulations, 2018; and circulars/ guidelines issued thereunder;

and based on the above examinations, we hereby report that, during the Review Period

- a. The compliance status of the listed entity is appended below: **As per annexure A.**
- b. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: **As per Annexure-B.**
- c. The listed entity has taken the following actions to comply with the observations made in previous reports: **As per Annexure-C.**
- d. With regard to para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019 dated 18.10.2019, it is certified that during the year under review the term of 5 years of previous Statutory Auditors, M/s Hitesh Ambani & Associates LLP, was completed and based upon recommendation of Audit Committee new Statutory Auditors were appointed in Annual General Meeting of the Company held on 20.09.2022, required disclosures were given by the Company to the Stock Exchange.



For **P. P. Agarwal & Co.**  
Company Secretaries  
U. C. No. S2012DE174200

**Pramod Prasad Agarwal**  
Proprietor

M. No. F4955, C.P. No. 10566  
P. R. C. No. 1241/2021  
UDIN: F004955E000402869

Place: New Delhi  
Date: 29.05.2023

**Annexure –A**

S. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks
1.	<b><u>Secretarial Standards:</u></b> The compliances of listed entities are in accordance with the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).	Yes	
2.	<b><u>Adoption and timely updation of the Policies:</u></b> <ul style="list-style-type: none"><li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li><li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI</li></ul>	Yes Yes	
3.	<b><u>Maintenance and disclosures on Website:</u></b> <ul style="list-style-type: none"><li>• The Listed entity is maintaining a functional website</li><li>• Timely dissemination of the documents/ information under a separate section on the website</li><li>• 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</li></ul>	Yes Yes Yes	
4.	<b><u>Disqualification of Director:</u></b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	



5.	<p><b><u>To examine details related to Subsidiaries of listed entities:</u></b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	<p>N.A.</p> <p>N.A.</p>	<p><b>The Company does not have any subsidiary.</b></p>
6.	<p><b><u>Preservation of Documents:</u></b></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015</p>	<p>Yes</p>	
7.	<p><b><u>Performance Evaluation:</u></b></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	<p>Yes</p>	
8.	<p><b><u>Related Party Transactions:</u></b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>(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</p>	<p>Yes</p> <p>N. A.</p>	<p><b>Prior Approval of Audit Committee is taken.</b></p>
9.	<p><b><u>Disclosure of events or information:</u></b></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits</p>	<p>Yes</p>	



	prescribed thereunder.		
<b>10.</b>	<b><u>Prohibition of Insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	<b>Yes</b>	
<b>11.</b>	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b> No Actions taken against the listed entity/ 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	<b>Yes</b>	<b>As informed by the management, no actions were taken against the company/ its promoters /directors either by SEBI or by the Stock Exchange.</b>
<b>12.</b>	<b><u>Additional Non-compliances, if any:</u></b> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	<b>Yes</b>	<b>No additional non-compliance was observed.</b>



**Annexure-B**

Sl. No.	Compliance Requirement (Regulations/ Circulars/ Guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of action	Details of violation	Fine amount	Observation / Remarks of the Practicing Company Secretary	Management Response	Remarks
NIL										



Annexure-C

Sl. No.	Compliance Requirement (Regulations/ Circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of action	Details of violation	Fine amount	Observation / Remarks of the Practicing Company Secretary	Management Response	Remarks
<b>Not Applicable</b>										

