



SECRETARIAL COMPLIANCE REPORT
OF
COMPETENT AUTOMOBILES COMPANY LIMITED
For the year ended 31.03.2025

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

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

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

for the year ended 31.03.2025 ("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 under them; and
- (b) 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; **(Not applicable for the period under review).**



- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable for the period under review).**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable for the period under review).**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable for the period under review).**
- (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 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 in **Annexure- A** attached.
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports: **There were no observations in the previous reports and hence no action required by the listed entity.**
- (c) We hereby report that, during the Review Period the compliance status of the listed entity with the following requirements:

S. No.	Particulars	Compliance Status (Yes/ No/ NA)	Observations/ Remarks by PCS
1.	<u>Secretarial Standards:</u> The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	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 has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes Yes	
3.	<u>Maintenance and disclosures on Website:</u> • 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 redirects to the relevant document(s)/ section of	Yes Yes Yes	



	the website		
4.	<u>Disqualification of Director:</u> None of the Director 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 w.r.t.:</u> (a) Identification of material subsidiary companies (b) Disclosure requirements with respect to material as well as other subsidiaries.	Yes	There is no material subsidiary company. The Company has one Wholly-owned subsidiary Competent Kashmir Automobiles Private Limited.
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 Policy of Preservation of Documents and Archival Policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	<u>Performance Evaluation:</u> 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.	<u>Related Party Transactions:</u> (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 Not Applicable	Prior approval of Audit Committee has been taken for all Related Party Transactions.
9.	<u>Disclosure of events or information:</u> 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.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No action(s) has been 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 (or)	Largely Yes.	As informed by the management, no actions were taken against the company/ its promoters/ directors subsidiaries either by SEBI or by Stock Exchange. However, fines were



	The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.		imposed by stock exchange on the Company. Detailed in Annexure -A.
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.	No Not Applicable	As the statutory auditors did not resign during the relevant period, there was no requirement of compliance of Para 6.1. Further, There was no requirement to resort to complaint under Para 6.2.
13.	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	

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. The 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.

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: F004955G000285598

Place: New Delhi
Date: 07.05.2025

Enc: Annexure - A

Annexure -A

Sl. No.	Compliance Requirement (Regulations/Circulars/Guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of action Advisory/ Clarification/Fine/ Show Cause Notice/ Warning etc.	Details of violation	Fine amount	Observation / Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Regulation 20(2)/(2A) of the SEBI (LODR) Regulations, 2015. Non-compliance with the constitution of stakeholder relationship committee	Regulation 20(2)/(2A) of the SEBI (LODR) Regulations, 2015	For some time the Stakeholder Relationship Committee did not have Chairman.	BSE Limited	Fine Imposed	Stakeholder Relationship Committee did not have Chairman for some time.	Rs. 4,000/- Plus Applicable tax	The Company should be more vigilant.	The lapse was inadvertent. Further, no meeting was held with lesser committee members.	The fine has been paid to BSE.
2	Regulation 23(9) of the SEBI (LODR) Regulations, 2015 Non-compliance with disclosure of related party transactions on consolidated basis.	Regulation 23(9) of the SEBI (LODR) Regulations, 2015	The detailed disclosure of RPT was not filed in time.	BSE Limited	Fine Imposed	Details of RPT required to be filed with Stock Exchange. e. was filed late.	Rs. 5,000/- Plus Applicable tax	The Company should take proper care in compliance matters.	This non compliance was due to oversight.	The fine has been paid to BSE.

