

Date: May 30, 2022

To,
The Secretary,
Listing Department
BSE Limited
P.J Towers, Dalal Street, Fort,
Mumbai - 400001

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza. 5th Floor, Plot No. C/1, G
Block Bandra-Kurla Complex, Bandra (E),
Mumbai-400051, Maharashtra.

Scrip Code: 531723/570005

Symbol: STAMPEDE/SCAPDVR

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2022.

Dear Sir/Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended time to time and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, Please find enclosed herewith the annual secretarial compliance report issued by M/s. Sudhanya Sengupta, Practicing Company Secretary, (C.P. No.7756) for the financial year ended March 31, 2022.

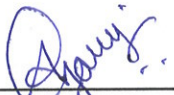
This report is also being made available on the Company's website at:
<https://www.stampedecap.com/static/annual-secretarial-compliance-report.aspx>

We request you to take the above on your record.

Thanking You,

Yours truly

For and on behalf of STAMPEDE CAPITAL LIMITED



Abhishek Jain
Company Secretary & Compliance Officer
Membership No.: A62027



Date : May 30, 2022

Place : Hyderabad

Encl : a.a

REGISTERED OFFICE: KURA Towers, 10th Floor, D. No. 1-11-254 & 1-11-255 S.P. Road, Begumpet, Hyderabad-500016, Telangana, India.

CIN: L67120TG1995PLC020170

WEBSITE: <https://www.stampedecap.com/> **EMAIL ID:** cs@stampedecap.com

CONTACT: 040-69086900/84

ANNUAL SECRETARIAL COMPLIANCE REPORT

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015, as amended]

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2022

I, Sudhanya Sengupta, Practising Company Secretary have examined that:

- a) All the documents and records made available to me and explanation provided by M/s. **STAMPEDE CAPITAL LIMITED** (CIN: L67120TG1995PLC020170) having its Registered Office at KURA Towers, 10th Floor, D. No. 1-11-254 & 1-11-255 S.P. Road, Begumpet, Hyderabad-500016, Telangana, India, 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 31.03.2022 (“Review Period”) in respect of compliance with the provisions of:
 1. The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued there under; and
 2. The Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made there under and the Regulations, circulars, guidelines issued there under 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) 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;
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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- d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e) The Securities and Exchange Board of India (Stock - Brokers and Sub - Brokers) Regulations, 1992;
- f) Securities and Exchange Board of India (Portfolio Managers) Regulations, 2019;
- g) The Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009; - ***(Not applicable to the Company during the Audit Period)***
- h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 - ***(Not applicable to the Company during the Audit Period)***
- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - ***(Not applicable to the Company during the Audit Period)***
- j) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - ***(Not applicable to the Company during the Audit Period)***
- k) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - ***(Not applicable to the Company during the Audit Period)***
- l) The 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)***
- m) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2016- ***(Not applicable to the Company during the Audit Period)***
And circulars/ guidelines issued there under;

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

- a) The Listed Entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below: -

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<u>Sr. No</u>	<u>Compliance Requirement (Regulations / circulars / guidelines including Specific Clause)</u>	<u>Deviations</u>	<u>Observations/ Remarks of the Practicing Company Secretary</u>
Nil			

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries 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 there under;

<u>Sr. No.</u>	<u>Action taken by</u>	<u>Details of violation</u>	<u>Details of action taken E.g., fines, warning letter, debarment, etc.</u>	<u>Observations/ remarks of the Practicing Company Secretary, if any.</u>
Nil				

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

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<u>Sr. No</u>	<u>Observations of the Practicing Company Secretary in the previous reports</u>	<u>Observations made in the Secretarial Compliance Report for the Year ended 31.03.2021</u>	<u>Actions taken by the Listed Entity, if any</u>	<u>Comments of the Practicing Company Secretary on the actions taken by the listed entity</u>
1.	During the year, there was an instance where the Company did not maintain the minimum Net-Worth as per Schedule VI of Securities and Exchange Board of India (Stock Brokers) Regulations, 1992	Non – Maintenance of minimum Net-Worth as per provision mentioned.	I am informed that the Company has been in regular compliance of the said provision and thus maintaining Positive Net-worth which is also evident from the Balance Sheet for FY 2021-22.	The Company has rectified the same.

e) Any other information:

- As per the documents provided by the Management, it is observed that the Company had applied for Scheme of Reduction of Capital of the Company. The Board of Directors in its Board Meeting held on 14th September, 2021 had resolved to withdraw the application for Reduction of Capital of the Company from National Company Law Tribunal.
- During the year, the Company had received discrepancy letter dated 11.06.2021 issued by Securities and Exchange Board of India based on inspection of books of accounts, records and other documents of Venture Capital and Corporate Investment Private Limited, Category I Registrar and Share Transfer Agent highlighting discrepancy to send 2nd reminder by the Company to shareholders whose details Viz, PAN and Bank Details were not available with RTA in violation of SEBI Circular No. SEBI / HO / MIRSD / DOP1 / CIR / P / 2018 / 73 dated April 20, 2018.

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SUDHANYA SENGUPTA
COMPANY SECRETARY IN PRACTICE
Peer Review Board Empaneled

3/68 Vidyasagar, Kolkata – 700047
Email id: sudhanya.roychoudhury@gmail.com
(M) : 9831717071

However, the Company through Venture Capital and Corporate Investment Private Limited, its Registrar and Share Transfer Agent sent the 2nd reminder on 28.06.2021 to shareholders as mentioned above. The Company in reply of discrepancy letter received had filed Action Taken Report with Securities and Exchange Board of India mentioning corrective steps taken.



Sudhanya Sengupta
Practising Company Secretary
M. No. : F7057
CP No : 7756
Peer Reviewer Code: 747
UDIN : F007057D000400661

Place : Kolkata
Date : 26/05/2022