



NEXOME CAPITAL MARKETS LIMITED

(formerly SMIFS Capital Markets Limited)

Date: June 04, 2025

**The Secretary
BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

**The Secretary
The Calcutta Stock Exchange Limited**
7, Lyons Range,
Kolkata- 700001

Dear Sir/Madam,

Sub: Outcome of Board Meeting held today (June 04, 2025) - Regulation 30 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to subject captioned above, the Board of Directors of the Company in its Meeting held today, **June 04, 2025 (Wednesday) at 03:00 P.M.** at the Registered Office of the Company, approved the following businesses:

1. Reclassification of persons forming part of the Promoter / Promoter Group From 'Promoter & Promoter Group Category' To 'Public Category'.
2. The Board has taken note of the fine imposed by BSE Limited amounting to ₹ 2,00,600/- (including GST), for non-compliance with Regulation 19(1)/19(2) of SEBI (LODR) Regulations, 2015 related to composition of the Nomination and Remuneration Committee. The Board has also taken note of the fact that the Company had already complied with the requirements of the Regulation but there was a typographical error in the Integrated Reporting for the quarter ended March 31, 2025 which was rectified and subsequently a Revised Integrated Governance for the quarter ended March 31, 2025 as well as an application for waiver of said fees has been filed in the BSE Listing Centre on June 02, 2025. The relevant letter / mail received from the Stock Exchange is enclosed as Annexure-I.

The meeting commenced at **03:00 P.M.** and concluded at **03:30 P.M.**

Kindly take the above information on records and confirm compliance.

Thanking You,

Yours sincerely
For Nexome Capital Markets Limited
(Formerly SMIFS Capital Markets Limited)

(Poonam Bhatia)
Company Secretary-cum-Compliance Officer



Encl: a/a



NEXOME CAPITAL MARKETS LIMITED <cs.smifs@gmail.com>

508905-Fines as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (Chapter-VII(A)-Penal Actions for Non-Compliance).

1 message

bse.soplodr <bse.soplodr@bseindia.com>
 To: "cs.smifs@gmail.com" <cs.smifs@gmail.com>, "smifscap@vsnl.com" <smifscap@vsnl.com>
 Cc: "bse.soplodr" <bse.soplodr@bseindia.com>

Thu, May 29, 2025 at 6:06 PM

Ref.: SOP-CReview/QTR-March 2025/29.05.2025

To

The Company Secretary/Compliance Officer

Company Name: SMIFS Capital Markets Ltd**Scrip Code: 508905**

Dear Sir/Madam,

Sub: Fines as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (Chapter-VII(A)-Penal Actions for Non-Compliance).

The company is advised to refer to the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued by Securities and Exchange Board of India (SEBI) with respect to penal actions prescribed for non-compliance of certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Standard Operating Procedure for suspension and revocation of trading of specified securities of listed entities.

The Exchange had also issued a guidance note regarding the provisions of the said SEBI circular which is disseminated on the Exchange website at the following link:

https://www.bseindia.com/downloads1/Guidance_Note_for_SEBI_SOP_Circular.pdf

In this regard it is observed that the company is non-compliant/late compliant with the following Regulations for the period mentioned below:

| Applicable Regulation of SEBI (LODR) Regulations, 2015 | Fine prescribed | Fines levied till the | Fine payable by the company (inclusive of GST @ 18 %) | | |
|---|-------------------|--------------------------|---|------------|--------------------|
| | | | Basic Fine | GST @ 18 % | Total Fine payable |
| Regulation 17(1) Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director | Rs. 5,000 per day | quarter ended March 2025 | 0 | 0 | 0 |
| Regulation 17(1A) Non-compliance with the requirements pertaining to appointment or continuation of | Rs. 2,000 per day | quarter ended March 2025 | 0 | 0 | 0 |

| | | | | | |
|--|-------------------------|---------------------------------|---------------|--------------|---------------|
| Non-executive director who has attained the age of seventy-five years | | | | | |
| Regulation 17(2) Non-compliance with the requirements pertaining to the number of Board meetings | Rs. 10,000 per instance | quarter ended March 2025 | 0 | 0 | 0 |
| Regulation 17(2A) Non-compliance with the requirements pertaining to quorum of Board meetings. | Rs. 10,000 per instance | quarter ended March 2025 | 0 | 0 | 0 |
| Regulation 18(1) Non-compliance with the constitution of audit committee | Rs. 2,000 per day | quarter ended March 2025 | 0 | 0 | 0 |
| Regulation 19(1)/ 19(2) Non-compliance with the constitution of nomination and remuneration committee | Rs. 2,000 per day | quarter ended March 2025 | 170000 | 30600 | 200600 |
| Regulation 20(2)/(2A) Non-compliance with the constitution of stakeholder relationship committee | Rs. 2,000/- per day | quarter ended March 2025 | 0 | 0 | 0 |
| Regulation 21(2) Non-compliance with the constitution of risk management committee | Rs. 2,000/- per day | quarter ended March 2025 | 0 | 0 | 0 |
| Regulation 27(2) Non-submission of the Corporate governance compliance report within the period provided under this regulation | Rs. 2,000/- per day | quarter ended March 2025 | 0 | 0 | 0 |
| | Total | | 170000 | 30600 | 200600 |

The Company is therefore advised to note that as per the provisions of this circular:

- The company is required to ensure compliance with above regulation and ensure to pay the aforesaid fines including GST **within 15 days** from the date of this letter/email, failing which Exchange shall, pursuant to the provisions of the aforesaid circular, initiate action related to freezing of the entire shareholding of the promoter in this entity as well as all other securities held in the demat account of the promoter.
- Further in the event of this being the second consecutive quarter of non-compliance for the Regulation 17(1), 18(1), 27(2) would result in the company being transferred to Z group and liable for suspension of trading of its equity shares.
- The company is also advised to ensure that the subject matter of non-compliance which has been identified and indicated by the Exchange and any subsequent action taken by the Exchange in this regard shall be placed before the Board of Directors of the company in its next meeting. Comments made by the board shall be duly informed to the Exchange for dissemination.

For the Companies to whom Regulation 15 (2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is applicable, a certificate from the Company Secretary/Compliance Officer of the company, certifying that Paid up equity capital was not exceeding Rs.10 Crores and Net worth was not exceeding Rs.25 Crores as on the last day of the previous financial year is required to be submitted to the Exchange. Companies are required to mention the exact paid up equity capital and net worth figures as on the last day of the previous financial year in this certificate.

Provided that where the provisions of the regulations specified in the regulation becomes applicable to a listed entity at a later date, such listed entity shall comply with the requirements of those regulations within six months from the date on which the provisions became applicable to the listed entity.

Provided further that once the above regulations become applicable to a listed entity, they shall continue to remain applicable till such time the equity share capital or the net-worth of such entity reduces and remains below the specified threshold for a period of three consecutive financial years.

(For XBRL related queries company may contact on helpline no: 9316749660 or send emails to query.lodr@bseindia.com). The Excel utility of Corporate Governance Report can be downloaded from the Listing Centre portal.

Yours faithfully

| | |
|--------------------|--------------------|
| Sambhaji Solat | Reena Raphael |
| Senior Manager | Associate Manager |
| Listing Compliance | Listing Compliance |

Contact detail for any queries regarding compliance of specific regulation as under:

| Regulation | Officers Name | Email Id | Landline nos |
|-------------------|---------------------------------------|--|------------------------|
| Reg. 17 to 21, 27 | Ms. Shraddha Bagwe Mr. Sagar Darra | Shraddha.Bagwe@bseindia.com Sagar.Darra@bseindia.com bse.soplodr@bseindia.com cgcompliances@bseindia.com | 022-22728148/5833/8087 |

Company is requested to remit the fine amount to the following designated **VIRTUAL BANK ACCOUNT** of the Exchange:

| | |
|--------------|---------------------------|
| Company Name | SMIFS Capital Markets Ltd |
|--------------|---------------------------|

| Account Name | Bank Name & Branch | Virtual Bank Account No.* | IFSC Code |
|--------------|-----------------------------|---------------------------|-------------|
| BSE Limited | ICICI Bank Ltd.- CMS Branch | BSER03056 | ICIC0000104 |

***Note: This bank account is specifically dedicated to SOP related fines only. Therefore, company is advised not to deposit/credit any amount payable other than SOP fines/penalties.**

The company is required to submit fine remittance details in the following format given at Annexure I to Email id : bse.soplodr@bseindia.com

Annexure-I (On letterhead of the company)

Sub: Details of Payment of fines for Non-Compliance with Regulations of SEBI (LODR) Regulations, 2015.

Remittance details:

| Scrip Code | Regulation & Quarter | Bank UTR number | Date of Payment | Amount paid | TDS deducted, if any | Net Amount paid |
|------------|----------------------|-----------------|-----------------|-------------|----------------------|-----------------|
| | | | | | | |

This mail is classified as 'PUBLIC' by priya.gupta on May 29, 2025 at 18:06:22.

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NEXOME CAPITAL MARKETS LIMITED <cs.smifs@gmail.com>

508905-Fines as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (Chapter-VII(A)-Penal Actions for Non-Compliance).

Sagar Darra <Sagar.Darra@bseindia.com>

Mon, Jun 2, 2025 at 12:46 PM

To: NEXOME CAPITAL MARKETS LIMITED <cs.smifs@gmail.com>

Cc: Shraddha Bagwe <Shraddha.Bagwe@bseindia.com>, Regulation 30 <bse.regulation30@bseindia.com>, CGCOMPLIANCES <CGCOMPLIANCES@bseindia.com>, "bse.soplodr" <bse.soplodr@bseindia.com>, "bse.listing@bseindia.in" <bse.listing@bseindia.in>, BSE Surveillance <bse.surv@bseindia.com>, Prasanna Jagtap <Prasanna.Jagtap@bseindia.com>

Dear Sir/Ma'am,

As discussed, if the Company wishes to apply for waiver, the Company may apply the same through BSE listing centre.

For further clarifications follow the circular issued by Exchange dated March 31, 2022, and January 01, 2024, for the waiver request.

Further, below points should be noted before submitting the waiver request:

1. Kindly check designated stock exchange before submission.
2. The company needs to make payment of processing fees of Rs. 10,000/- plus GST 18% i.e. Rs 11,800/- for processing the waiver request. No processing fees shall be charged if the fine amount for which waiver is requested, is less than Rs. 5000.
3. Bank account details for remittance of processing fees is given at the end of the fine email.
4. The company is advised to mention below details in the waiver application which should be on Company's letterhead.

| Regulation | Quarter | Waiver Application | Fine Levied. |
|------------|---------|--------------------|--------------|
| | | | |

Details of processing fees paid

5. Please provide payment details along with acknowledgment copy for our records.

Further, please note that, the Company's waiver application will be given due consideration after confirmation on payment of waiver processing Fees, if applicable.

The company may go through the Carve Out policy (Policy for exemption of fines levied as per the Provisions of SEBI SOP Circular) jointly formulated by BSE and NSE and noted by SEBI in respect of waiver application

https://www.bseindia.com/downloads1/Policy_for_Exemption_of_Fines_SOP.pdf

Sagar Darra

Deputy Manager

Listing Compliance

BSE Limited,

P J Towers, Dalal Street, Mumbai - 400001, India

Phone (Direct) : 00 Mobile : 00



This mail is classified as 'PUBLIC' by Sagar.Darra on June 02, 2025 at 12:46:21.

From: NEXOME CAPITAL MARKETS LIMITED <cs.smifs@gmail.com>

Sent: 02 June 2025 11:08

To: BSE Surveillance <bse.surv@bseindia.com>; Regulation 30 <bse.regulation30@bseindia.com>; Sagar Darra <Sagar.Darra@bseindia.com>; CGCOMPLIANCES <CGCOMPLIANCES@bseindia.com>; Shraddha Bagwe <Shraddha.Bagwe@bseindia.com>; bse.soplodr <bse.soplodr@bseindia.com>; bse.listing <bse.listing@bseindia.in>

Subject: Fwd: 508905-Fines as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (Chapter-VII(A)-Penal Actions for Non-Compliance).

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