

NWFL/SEC/2026/16

May 22, 2025

BSE Limited

P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001.

Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2025

Dear Sir / Madam,

In compliance with Regulation 24A and 62M of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular(s) issued in this regard, we hereby enclose the Annual Secretarial Compliance Report for the financial year ended March 31, 2025, issued by SVVS & Associates Company Secretaries LLP, Company Secretaries in Practice.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Nuvama Wealth Finance Limited

Pooja Doshi
Company Secretary

Encl: as above

SVVS/AUDIT/CR/04/05/2025-26
May 17, 2025

The Members,
Nuvama Wealth Finance Limited
801 to 804 Wing A Building No 3, Inspire BKC G Block,
Bandra (East), Mumbai,
Maharashtra, India, 400051.

Secretarial Compliance Report of Nuvama Wealth Finance Limited for the financial year ended March 31, 2025

This Secretarial Compliance Report is issued pursuant to Sub Regulation 2 of Regulation 24A and Regulation 62M of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Regulation 62M (2) requires that every High Value Debt Listed Entity (HVDLE) shall submit a secretarial compliance report in such form as specified by the Board, to stock exchanges, within sixty days from the end of each financial year.

Accordingly, we, SVVS & Associates Company Secretaries LLP have examined:

- All the documents and records made available to us and explanation provided by Nuvama Wealth Finance Limited ("the Listed entity"),
- The filings/ submissions made by the Listed entity to the stock exchanges,
- Website of the Listed entity, and
- Any other document/ filing, as may be relevant, which has been relied upon to make this certification.

For the year ended March 31, 2025 ("Review Period"), in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; ¹
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ²
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; ³

¹ Not applicable to the Listed entity during the Audit Period

² ibid

³ ibid



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;⁴
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;⁵

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 below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
Not applicable										

- (b) The Listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2024	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the Listed entity	Remedial actions, if any, taken by the Listed entity	Comments of the PCS on the actions taken by the Listed entity
Not applicable						

⁴ ibid

⁵ ibid



(c) We hereby report that, during the review period the compliance status of the Listed entity with the following requirements:

Sl. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the Listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	
2.	Adoption and timely updation of the Policies: a) All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Listed entity b) All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	
3.	Maintenance and disclosures on Website: a) The Listed entity is maintaining a functional website b) Timely dissemination of the documents/information under a separate section on the website c) Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes Yes Yes	
4.	Disqualification of Director: None of the Director(s) of the Listed entity is/are disqualified under Section 164 of Companies Act, 2013 .	Yes	
5.	Details related to Subsidiaries of Listed entities have been examined w.r.t.: a) Identification of material subsidiary companies b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	The Listed entity does not have any subsidiary and hence the said clause is not applicable.



(c) We hereby report that, during the review period the compliance status of the Listed entity with the following requirements:

Sl. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the Listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	
2.	Adoption and timely updation of the Policies: a) All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Listed entity b) All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	
3.	Maintenance and disclosures on Website: a) The Listed entity is maintaining a functional website b) Timely dissemination of the documents/information under a separate section on the website c) Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes Yes Yes	
4.	Disqualification of Director: None of the Director(s) of the Listed entity is/are disqualified under Section 164 of Companies Act, 2013 .	Yes	
5.	Details related to Subsidiaries of Listed entities have been examined w.r.t.: a) Identification of material subsidiary companies b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	The Listed entity does not have any subsidiary and hence the said clause is not applicable.



12.	Resignation of statutory auditors from the Listed entity or its material subsidiaries 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	NA	There was no resignation by the statutory auditors from the Listed entity or its material subsidiaries during the period under review.
13.	No additional non-compliances observed: No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	Yes	

May 17, 2025

Mumbai

For SVVS & Associates Company Secretaries LLP


CS. Suresh Viswanathan
Designated Partner

UDIN : F004453G000368498

FCS : 4453, CP No : 11745



Note: This report is to be read with the assumptions and limitations of scope pertaining to this report as prescribed by the Institute of Company Secretaries of India which is attached as **Annexure A** and form an integral part of this report.

ANNEXURE A

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. This 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.

May 17, 2025

Mumbai

For SVVS & Associates Company Secretaries LLP



CS. Suresh Viswanathan

Designated Partner

UDIN : F004453G000368498

FCS : 4453, CP No : 11745

