Date: 30th May, 2023

WEALTH FIRST
PORTFOLIO MANAGERS LIMITEC
Simple process. Expert wealth

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

REF: WEALTH FIRST PORTFOLIO MANAGERS LIMITED

SCRIP CODE: WEALTH

SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

Dear Sir,

In Compliance with Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 as amended from time to time, we are enclosing herewith the Annual Secretarial Compliance Report for the financial year ended on 31st March, 2023 issued by M/s Kunal Sharma & Associates, Practicing Company Secretary.

Kindly take the same on your records and acknowledges receipt of the same.

Thanking you.

Yours faithfully,

FOR WEALTH FIRST PORTFOLIO MANAGERS LIMITED

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Date: 2023.05.30
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ASHISH SHAH MANAGING DIRECTOR DIN: 00089075

Encl: Annual Secretarial Compliance Report

Kunal Sharma & Associates

Company Secretaries



ANNUAL SECRETARIAL COMPLIANCE REPORT OF WEALTH FIRST PORTFOLIO MANAGERS LIMITED, AHMEDABAD (CIN - L67120GJ2002PLC040636) FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

To
The Board of Directors
Wealth First Portfolio Managers Limited
Ahmedabad.

We have conducted the Annual Secretarial Compliance Audit of **Wealth First Portfolio Managers Limited** (hereinafter referred to as "the Company") in terms of compliance with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have examined:

- a) All the documents and records made available to us and explanation provided by the Company,
- b) The filings/ submissions made by the Company to the Stock Exchange,
- c) Contents on the Website of the Company,
- d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended on 31st March, 2023 ("Review Period") in respect of compliance with the provisions of:

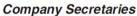
- a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities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

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

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 upto the extent applicable;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (not applicable during the Review period);
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 *upto the extent applicable*;
- d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (not applicable during the Review period)
- e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable during the Review period)
- g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (not applicable during the Review period)
- h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 upto the extent applicable;



Kunal Sharma & Associates





- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 *upto the extent applicable*;
- j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 20 (not applicable during the Review period)
- k) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 upto the extent applicable.
- l) and circulars/ guidelines issued thereunder and as applicable to the Company from time to time;

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

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks byPCS*
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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	NIL
2.	 Adoption and timely updations of the Policies: 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	NIL
3.	 Maintenance and disclosures on Website: 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 re-directs to the relevant document(s)/ section of the website. 	Yes	NIL
4.	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	NIL



Company Secretaries



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	To examine details related to Subsidiaries of listed entities:		The Company does not having any material		
	entities.		subsidiaries however the		
5.	(a) Identification of material subsidiary companies.	NA	Company is having one		
			Subsidiary Company namely		
	(b) Requirements with respect to disclosure of	Yes	Wealth First Investment		
	material as well as other subsidiaries.		Advisers Private Limited.		
	<u>Preservation of Documents:</u>				
6.	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 NIL			
	Performance Evaluation:				
7.	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	NIL		
	Related Party Transactions:				
8.	(a) The Listed Entity has obtained prior approval of Audit Committee for all Related Party Transactions.	Yes	Prior approvals obtained for all Related Party		
	(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	NA	Transactions by the Company.		
	Disclosure of events or information:				
9.	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	NIL		
	Prohibition of Insider Trading:				
10.	The Listed Entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	NIL		
	Actions taken by SEBI or Stock Exchange(s), if any:				
11.	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	Yes	No actions taken against the Listed Entity or its promoters or directors or subsidiary.		
-	operating recodures issued by ouble through various		<u> </u>		









	circulars) under SEBI Regulations and circulars/guidelines issued thereunder except as provided under separate paragraph herein(**).		
12.	Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	There was no any additional noncompliance observed for all SEBI regulation/circular/guidance note. etc. during the review period.

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations / Remarks by PCS*					
1.	Compliances with the following conditions while appointing/re-appointing an auditor							
	 i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end 	NA	None					
	of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year,	NA NA	None None					
	the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	IVA	None					
2.	Other conditions relating to resignation of statutory auditor							
	 i. Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee: a. In case of any concern with the management of the listed entity/ material subsidiary such as non-availability of information/ non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings. 	NA	None					

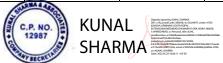




Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*	
	b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not	NA	None	
	c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.	NA	None	
	ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.	NA	None	
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	None	

The Additional disclosures of Annual Secretarial Compliance Report as below: -

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





Kunal Sharma & Associates

Company Secretaries

-----Not Applicable-----

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

Sr. No.	Compliance Requirement (Regulations /circulars/gu idelines including	Regulation	one	Action Taken by	Action		rille	Observations/ Remarks of the Practicing Company Secretary	Manage ment Respon se	S
NIL										

Date: 29th May, 2023 Place: Ahmedabad

For Kunal Sharma & Associates Company Secretaries

KUNAL SHARMA CS. Kunal Sharma
CS. Kunal Sharma
Proprietor

M. No: F10329 CP. No: 12987

Firm Code No: I2014GJ1135000

PR No: 1933/2022

UDIN: F010329E000404305

