

MODERN FINANCIAL SERVICES LIMITED

Regd. Office : 53B, Mirza Ghalib Street,
Kolkata-700016.
CIN : L24139WB1983PLC035932.
Mobile No. 9007048009

Date: 20-04-2026

To,
Listing Department
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700 001

Script Code - 023057

Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report for the Financial Year 2025-26

Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1//27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report, for the Financial Year 2025-26, issued by M/s Agarwal Priti & Associates, Practicing Company Secretaries.

This is for your information and record

Thanking You,

For, Modern Financial Services Limited

Amitabha Sarkar

Amitabha Sarkar
Managing Director

Secretarial Compliance Report of MODERN FINANCIAL SERVICES LTD
for the financial year ended 31st March 2026

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by MODERN FINANCIAL SERVICES LTD (hereinafter referred as the listed entity), having its Registered Office at 53B MIRZA GHALIB STREET, KOLKATA - 700016. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns fed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2026, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I PRITI AGARWAL, Practicing Company Secretary have examined:

1. all the documents and records made available to us and explanation provided by MODERN FINANCIAL SERVICES LTD.
2. the filings/ submissions made by the listed entity to the stock exchanges,
3. website of the listed entity,
4. any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March 2026 (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) 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 (Buyback of Securities) Regulations 2018; **Not applicable;**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable;**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - **Not applicable;**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not applicable;**

(j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and Circulars/ Guidelines issued thereunder;

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. 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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	
2	Adoption and timely updation 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	Yes	

	Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.		
7	Performance Evaluation: 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	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions.	Yes	
9	Disclosure of events or Informallon: 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	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(5) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11	Actions taken by SEBI or Stock Exchange(a), if any No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by	NA	

12	Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder. Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	
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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, 2010.

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	NA	Auditor has not resigned during the Review Period.
	ii.) If the auditor has resigned after 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 as well as the next quarter, or	NA	Auditor has not resigned during the Review Period.
	iii.) If the auditor has signed the limited review audit	NA	Auditor has not resigned during

	report for the first three quarters of a financial year, 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.		the Review Period.
2	Other conditions relating to resignation of statutory auditor		
	1.) 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. 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	NA NA	No such concerns reported during the Review Period. No such case/ concerns reported during the Review Period.

	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 provided by the management, as applicable. 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. 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 NA	No such case during the Review Period. No such case during the Review Period.
3	The listed entity its material subsidiary has obtained information from the Auditor upon	NA	No Auditor resignation during the Review Period.

	resignation, in the format as specified in Annexure-A In SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019		
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(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.	Action Taken by	Type of Action	Details of Violation	Fine amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remarks
				Advisory /Clarification/Fine/Show Cause Notice/ Warning etc					
NIL									

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

Sr. No	Compliance Requirement (Regulations/ Circulars/guidelines including specific clause)	Regulation/ circular No.	Action Taken by	Type of Action	Details of Violation	Fine amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remarks
				Advisory /Clarification/Fine/Show Cause Notice/ Warning etc					
NIL									

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 certify 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 Accounts of the listed entity.
 4. This Report is solely for the intended purpose of compliance on terms of Regulation 24A (2) or the SEBI (Listing Obligations and Disclosure Requirements) 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.

Place: Kolkata
Date: 14.04.2026

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by PRITI
AGARWAL
Date:
2026.04.14
15:48:15 +05'30'

PRITI AGARWAL
Practicing Company Secretary
Membership No: 10877
C.P. No.: 9937
UDIN: F010877H000094171