

# I SECURE CREDIT & CAPITAL SERVICES LIMITED

CIN: L18209WB1994PLC062173

Registered Office Address: Old Nimta Road, Nandan Nagar, Belghoria, Kolkata – 83  
Administrative Office: First Floor Hall No. 2 MR ICON Next to Milestone Residency Bhayli, Vadodara-391410, Gujarat.  
Corporate Office: 1st Floor, City Castle Building East Fort, Thrissur 5, Pin: 680005, State: Kerala.  
Web Site: www.orchidsecuritiesltd.com Email ID: compliance@iccslimited.in , Mobile No: 7574895589.

Date: 27/02/2025

To,  
Head-Listing & Compliance  
Metropolitan Stock Exchange of India Ltd (MSEI)  
Vibgyog Towers, 4<sup>th</sup> Floor,  
Plot No C 62, G- Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 098

**Ref: I Secure Credit & Capital Services Limited (SYMBOL: ISCCL)**

**Sub: Outcome of Board Meeting of I Secure Credit & Capital Services Limited (“the Company”) held on 27<sup>th</sup> February, 2025 under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

The Board of Directors of the Company in its meeting held on **Thursday, 27<sup>th</sup> February, 2025** has transacted and approved the following matters, inter alia:

- The Board took note of Resignation of the Non-Executive Independent Director and accepted the following resignation letter:**

Name of the Director	DIN	Designation/Category
Mr. Nikhil Bhagwanshanker Dwivedi	08865234	Non-Executive Independent Director

Vide his resignation letter dated 26<sup>th</sup> February, 2025 of Mr. Nikhil Bhagwanshanker Dwivedi from the position of “**Non- Executive Independent Director**” of the Company including the Board Committees with effect from **27<sup>th</sup> February, 2025** (after closing of business hours). The resignation is purely on account of personal reasons and confirmed that there is no other material reason other than those provided in his resignation letter.

The Board of Directors of the Company appreciates his valuable contribution and support during his term as the ‘**Non-Executive Independent Director**’ of the Company.

The information required pursuant to Regulation 30 of (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master Circular No.



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## ANNEXURE-A

**Details of Mr. Nikhil Bhagwanshanker Dwivedi (DIN: 08865234), as required under Schedule III - Para A (7B) of Part A of SEBI Listing Regulations read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155, November 11, 2024, is enclosed here:**

Sr. No.	Details of Information that is required to be provided	Information of such events
1	Name of the Director	Mr. Nikhil Bhagwanshanker Dwivedi (DIN: 08865234), Non- Executive Independent Director
2	Reason for Change in Directors viz. <del>appointment</del> , resignation, <del>removal</del> , death or <del>otherwise</del> ::	Resignation due to personal reasons as his frequent travel abroad. There is no other material reason for resignation other than those mentioned in the resignation letter.
3	Date of <del>appointment</del> /cessation (as applicable) & <del>term of appointment</del>	w.e.f. Thursday, February 27, 2025 (After closure of Business hours).
4	Brief Profile: (In case of Appointment of Director)	Not Applicable
5	Disclosure of relationship between directors: (In case of Appointment of Director)	Not Applicable
6	Letter of Resignation along with detailed reason for resignation	Enclosed

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**Names of the listed entity in which Mr. Nikhil Bhagwanshanker Dwivedi (DIN: 08865234), as holds Directorship, indicating the category of Directorship and Membership of Board Committees before the resignation becoming effective:**

Sr. No	Name of the Listed Entity	Category of Directorship	Membership of the Board Committees
1	I Secure Credit and Capital Service Limited	Non-Executive Independent Director	a) Audit Committee (Member) b) Nomination & Remuneration Committee (Member) c) Stakeholder Relationship Committee (Chairperson)
4	Mangalam Industrial Finance Limited	Non-Executive Independent Director	a) Audit Committee (Member) b) Nomination & Remuneration Committee (Member) c) Stakeholder Relationship Committee (Member)

Mr. Nikhil Bhagwanshanker Dwivedi (DIN: 08865234), automatically ceased to be a Chairman/ Member of the aforesaid Committees in I Secure Credit and Capital Service Limited, with effect from 27<sup>th</sup> February, 2025 (after closing of Business hours).

**NIKHIL BHAGWANSHANKER DWIVEDI**

Date: 26<sup>th</sup> February, 2025

To,  
The Board of Directors,  
I Secure Credit & Capital Services Limited.  
Registered Office Address: Old Nimta Road, Nandan Nagar, Belghoria, Kolkata – 83  
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Vadodara-391410, Gujarat.  
Corporate Office: 1st Floor, City Castle Building East Fort, Thrissur 5, Pin: 680005, State: Kerala.

**Subject: Resignation as a Non-Executive Independent Director of the Company.**

Dear Sir/Madam,

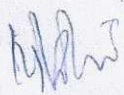
I, Nikhil Bhagwanshanker Dwivedi, Non-Executive Independent Director, DIN: 08865234 residing at B/23, Bhavanipura Society, Nizampura, Vadodara -390002, hereby tender my resignation from the position of Non-Executive Independent Director of the I Secure Credit & Capital Services Limited with effect from Thursday, February 27, 2025 (After closure of Business hours) due to my need to frequently travel abroad.

I further hereby confirm that there is no other material reason other than reason provided above.

I take this opportunity to express my sincere gratitude to the Board of Directors, Key Managerial Personnel and Staff Members of the Company for Co-operation and support extended.

I request the company to make arrangement to file necessary forms with the concerned Registrar of Companies and Intimation to the Stock Exchange.

Thanking You,



Nikhil Bhagwanshanker Dwivedi  
DIN: 08865234

*Accepted.*  
*[Signature]*  
*27/02/2025*



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## **ANNEXURE C**

**Details with respect to Regulation 30 read with Para A (14) of Part A of Schedule III of the Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023**

**Brief Details with respect to adoption of new set of Articles of Association (“AOA”) of the Company:**

Sr. No	Particular	Details
1.	Adoption of new set of Articles of Association (“AOA”) of the Company as per Companies Act, 2013	<p>Upon enactment of the Companies Act, 2013 ("the Act"), the Articles of Association of the Company needs to be re-aligned as per the provisions of the Act. Hence it is recommended and approved by the Board of Directors of the Company at its meeting held today i.e 27<sup>th</sup> February, 2025 to adopt a new set of Articles of Association ("AOA") in line with the Companies Act, 2013, in place of and to the exclusion of existing Articles of Association of the Company.</p> <p>In order to bring the existing AOA of the Company in line with the provisions of the new Act, the Company will have to make numerous changes in the existing AOA. It is therefore considered desirable to adopt a comprehensive new set of Articles of Association of the Company (new Articles) in substitution of and to the exclusion of the existing AOA.</p>



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**Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024.**

## **ANNEXURE D**

**Appointment of Mr. Kamal A. Lalani, Peer Reviewed Practicing Company Secretary as Secretarial Auditor of the Company of the Company:**

<b>Particulars</b>	<b>Details</b>
<b>Name of Secretarial Auditor</b>	<b>Mr. Kamal A. Lalani, Peer Reviewed Practicing Company Secretary</b>
<b>Reason for Change viz appointment, Resignation, removal, death or otherwise</b>	Appointment to comply with the provisions of the Section 204 of the Companies Act, 2013 and Regulation 24A of the Listing Regulations.
<b>Date of Appointment &amp; Terms of Appointment</b>	w.e.f Tuesday, 01 <sup>st</sup> April, 2025 to conduct the Secretarial Audit for the one & first term of 05 (five) Consecutive years effective from April 1, 2025 to March 31, 2030, subject to the shareholder approval in ensuing Annual General Meeting of the Company.  Term of Appointment : 05 (Five) Consecutive Years
<b>Brief Profile</b>	Name of Secretarial Auditor: CS Kamal A Lalani (Proprietor) is an Associate Peer Reviewed Member of Institute of Company Secretaries of India (ICSI).  Membership No: A37774 COP No: 25395 Peer review No: 3215/2023  Auditor's Brief Profile: He is having significant experience of around 10 years in the field of Corporate Laws, Foreign Exchange Management Act (FEMA), Securities and Exchange Board of India (SEBI), Stock Exchanges, Due Diligence and also worked with multinational companies. At present, he is taking care of Secretarial Audit, Due Diligence and IPO Work etc. He is a Graduate with Honours in Commerce, an Associate Member of the Institute of Company Secretaries of India. He is often invited at various forums for giving deliberating lectures and sharing his views on various topics in the field of corporate laws.
<b>Disclosure of relationship between directors (in case of appointment of a director)</b>	Not Applicable