



Annual Secretarial Compliance Report of
BOHRA INDUSTRIES LIMITED
for the financial year ended 31st March 2025

(Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 and circular dated 8th February 2019 issued by SEBI)

I, **CS Surya Prakash Moud** (M.No. F12943) (CoP: 26437), proprietor of M/s. **S P Moud & Associates, Company Secretaries (UNIQUE CODE: S2023RJ906400)** have examined:

- (a) all the documents and records made available to me and explanation provided by **Bohra Industries Limited** (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March 2025 (“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, includes:

- (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; **(Not applicable to the company during the review period)**
- (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 to the company during the review period);**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the company during the review period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021; **(Not applicable to the company during the review period);**
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the company during the review period);**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;
- (k) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (l) The Provisions of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not Applicable to the Company during the review period)**

and circulars/ guidelines issued thereunder.

Further in terms of SEBI Circular no SEBI/HO/CFD/CFD-PoD-2/CIR/P /2024/185 dated December 31, 2024 in respect requirement of disclosure of Employee Benefit Scheme Documents in terms of Regulation 46(2)(za) of Listing Regulations.

and based on the above examination, we hereby report that, during the review period:



- a. 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 (PCS)	Management Response	Remarks
1	Regulation 17, 18, 19 and 20 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI (LODR), Regulations, 2015" - Regarding composition of Board and Committee and Meeting of Meeting of Committee	Regulation 17, 18, 19 and 20 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI (LODR), Regulations, 2015"	The composition of the Board was not in accordance with Regulation 17(1)(b), The Listed entity not re-constituted Nomination and Remuneration committee and stakeholder	PCS	Observation	The composition of the Board was not in accordance with Regulation 17(1)(b), The Listed entity not re-constituted Nomination and Remuneration committee and stakeholder relationship committee and not conducted meetings of Committees.	-	The composition of the Board was not in accordance with Regulation 17(1)(b), the Listed entity not re-constituted Nomination and Remuneration committee and stakeholder relationship committee and not conducted meetings of Committees.	The company had undergone into a Corporate Insolvency Resolution Process (CIRP), one of the financial creditors has withdrawn claim from the company for its dues vide their letter dated 15/09/2020 but the financial creditors withheld the necessary No Objection Certificate (NOC) contrary to approved Resolution Plan. This lack of NOC created operational and	The Company, in its Board meeting held on December 2, 2024, appointed the requisite number of Independent Directors, who were subseque



			relationship committee and not conducted meetings of Committees as per the requirements of the regulation						financial impediments, delaying various internal processes. For this company has filed petition with NCLT but our petition in the National Company Law Tribunal (NCLT) was initially rejected. Subsequently, we filed an appeal before the National Company Law Appellate Tribunal (NCLAT) vide appeal no. 1025 of 2023, which approved the appeal, and finally on 24th April 2024 company received NOC from Financial Creditor. This prolonged process contributed to a delay in the company's ability to make timely decisions related to financial matters and governance.	ntly regularize d at the Annual General Meeting held on December 31, 2024. Further, in the same Board meeting dated December 2, 2024, the Company reconstituted the Audit Committee, the Nominati on and Remuner ation Committe e, and the
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									During this period, the company approached various banks for financial assistance; however, due to the unresolved status of the NOC from our financial creditors, the banks rejected our applications. As a result, the company faced severe financial constraints that further affected its governance processes. As the company is facing severe financial constraints this leads to prolonged financial delays and uncertainties, our Independent directors resigned from their positions, leaving the company with a reduced and incomplete Board of Directors (BOD). This non-composition of the	Stakeholders Relationship Committee. Additionally, the Company appointed a Chief Financial Officer in its Board meeting held on February 14, 2025
2	Regulation 27(2)(a) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, Regarding submission of Corporate Governance Report	27(2)(a) - SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed in filing of Corporate Governance report for quarter ended on September 30, 2024	PCS	Observation	The Entity has delayed filed Corporate Governance report for quarter ended on September 30, 2024	-	The Entity has delayed filed Corporate Governance report for quarter ended on September 30, 2024		



3	Regulation 27(2)(a) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, Regarding submission of Corporate Governance Report	27(2)(a) - SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed in filing of Corporate Governance report for quarter ended on June 30, 2024	PCS	Observation	The Entity has delayed filed Corporate Governance report for quarter ended on June 30, 2024	-	The Entity has delayed filed Corporate Governance report for quarter ended on June 30, 2024	BOD, along with the absence of key committees as required under corporate governance norms, significantly hindered our ability to meet the regulatory requirements, including the submission of the Corporate Governance Report.	
4	Regulation 27(2)(a) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, Regarding submission of Corporate Governance Report	27(2)(a) - SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed in filing of Corporate Governance report for quarter ended on March 31, 2024	NSE	Fine	The Entity has delayed filed Corporate Governance report for quarter ended on March 31, 2024	232000	The Entity has delayed filed Corporate Governance report for quarter ended on March 31, 2024		



5	Regulation 33(3)(a) of SEBI (Listing Obligations and Disclosure Requirements), 2015, regarding submission of Financial Results	33(3)(a) - SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed in filing of Financial results for quarter ended on September 30, 2024	PCS	Observation	The Entity has delayed submitted Financial results on December 23, 2024 for quarter ended on September 30, 2024	-	The Entity has delayed submitted Financial results on December 23, 2024 for quarter ended on September 30, 2024	The Entity submitted its financial results for the quarter ended September 30, 2024, on December 23, 2024, with a delay. The delay was due to a technical issue encountered with the NEAPS portal at the time of submission. The management acknowledged the default and hope to avoid the same in future.	-
6	Regulation 76 of SEBI (Listing Obligations and Disclosure Requirements), 2015 regarding submission of Reconciliation of Share Capital Audit	Regulation 76 of SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed in submission of Reconciliation of Share Capital Audit for quarter ended on June 30, 2024	PCS	Observation	The Entity has delayed in submitted Reconciliation of Share Capital Audit on October 24, 2024 for quarter ended on June 30, 2024	-	The Entity has delayed in submitted Reconciliation of Share Capital Audit on October 24, 2024 for quarter ended on June 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-



7	Regulation 76 of SEBI (Listing Obligations and Disclosure Requirements), 2015 regarding submission of Reconciliation of Share Capital Audit	Regulation 76 of SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed in submission of Reconciliation of Share Capital Audit for quarter ended on March 31, 2024	PCS	Observation	The Entity has delayed in submitted Reconciliation of Share Capital Audit on November 06, 2024 for quarter ended on June 30, 2024	-	The Entity has delayed in submitted Reconciliation of Share Capital Audit on November 06, 2024 for quarter ended on June 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-
8	Regulation 13 (3) of SEBI (Listing Obligations and Disclosure Requirements), 2015 – Regarding filing of Statement of Investor complaints	Regulation 13 (3) of SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed in filing of Statement of Investor complaints for quarter ended on September 30, 2024	PCS	Observation	The listed entity delayed filed Statement of Investor complaints on October 24, 2024 which is required to be filed within 21 days of end of quarter	-	The listed entity delayed filed Statement of Investor complaints on October 24, 2024 which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future..	-
9	Regulation 13 (3) of SEBI (Listing Obligations and Disclosure Requirements), 2015 – Regarding filing	Regulation 13 (3) of SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed in filing of Statement of Investor complaints for quarter ended on June	NSE	Fine	The listed entity delayed filed Statement of Investor complaints on October 24, 2024 which is required	25000	The listed entity delayed filed Statement of Investor complaints on October 24, 2024 which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	-



	of Statement of Investor complaints	2015	30, 2024			to be filed within 21 days of end of quarter				
10	Regulation 13 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Regarding filing of Statement of Investor complaints	Regulation 13 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed in filing of Statement of Investor complaints for quarter ended on March 31, 2024	NSE	Fine	The listed entity delayed filed Statement of Investor complaints on November 06, 2024 which is required to be filed within 21 days of end of quarter	116000	The listed entity delayed filed Statement of Investor complaints on November 06, 2024 which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	-
11	Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Regarding filing of shareholding pattern	Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed in filing of shareholding pattern for quarter ended on September 30, 2024	PCS	Observation	The listed entity delayed filed shareholding pattern on 06th November, 2024, which is required to be filed within 21 days of end of quarter	-	The listed entity delayed filed shareholding pattern on 06th November, 2024, which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	-



12	Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Regarding filing of shareholding pattern	Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed in filing of shareholding pattern for quarter ended on June 30, 2024	NSE	Fine	The listed entity delayed filed shareholding pattern on 06th November, 2024, which is required to be filed within 21 days of end of quarter	50000	The listed entity delayed filed shareholding pattern on 06th November, 2024, which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	-
13	Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Regarding filing of shareholding pattern	Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed in filing of shareholding pattern for quarter ended on March 31, 2024	NSE	Fine	The listed entity delayed filed shareholding pattern on 06th November, 2024, which is required to be filed within 21 days of end of quarter	232000	The listed entity delayed filed shareholding pattern on 06th November, 2024, which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	-



14	Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Regarding filing of Secretarial Compliance Report	Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed in filing of Secretarial Compliance Report for financial year ended on March 31, 2024	NSE	Fine	The listed entity delayed filed Secretarial Compliance Report on January 03, 2025, for Financial year ended on March 31, 2024	156000	The listed entity delayed filed Secretarial Compliance Report on January 03, 2025, for Financial year ended on March 31, 2024	The management acknowledged the default and hope to avoid the same in future.	-
15	Closure of Trading Window	Clause 4 of Schedule B, when read with Regulation 9 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	The Company has not complied for September 30,2024	PCS	Observation	The listed entity has not complied for September 30,2024	-	The listed entity has not complied for September 30,2024	The management acknowledged the default and hope to avoid the same in future.	-
16	Closure of Trading Window	Clause 4 of Schedule B, when read with Regulation 9 of the SEBI (Substantial Acquisition of	The Company has not complied for June 30, 2024	PCS	Observation	The listed entity has not complied for June 30, 2024	-	The listed entity has not complied for June 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-



		Shares and Takeovers) Regulations, 2011								
17	74(5) of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018- RTA Certificate	74(5) of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018	Delayed submission for September 30,2024	PCS	Observation	The listed entity delayed filed RTA certificate on October 24, 2024 for quarter ended on September 30,2024	-	The listed entity delayed filed RTA certificate on October 24, 2024 for quarter ended on September 30,2024	The management acknowledged the default and hope to avoid the same in future.	-
18	74(5) of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018- RTA Certificate	74(5) of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018	Delayed submission for June 30,2024	PCS	Observation	The listed entity delayed filed RTA certificate on October 24, 2024 for quarter ended on June 30,2024	-	The listed entity delayed filed RTA certificate on October 24, 2024 for quarter ended on June 30,2024	The management acknowledged the default and hope to avoid the same in future.	-



19	Regulation 29 (1) (a) and Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Prior intimation of Board meeting for Financial Results viz. quarterly, half yearly, or annual along with XBRL	Regulation 29 (1) (a) and Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non Submission of prior intimation of Board meeting for Financial Results for Quarter ended on September 30, 2024	PCS	Observation	The Listed entity has not given prior intimation of Board meeting for Financial Results for Quarter ended on September 30, 2024	-	The Listed entity has not given prior intimation of Board meeting for Financial Results for Quarter ended on September 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-
20	Regulation 29 (1) (a) and Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Prior intimation of Board meeting for Financial Results viz. quarterly, half yearly, or annual along with XBRL	Regulation 29 (1) (a) and Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non Submission of prior intimation of Board meeting for Financial Results for Quarter ended on June 30, 2024	PCS	Observation	The Listed entity has not given prior intimation of Board meeting for Financial Results for Quarter ended on June 30, 2024	-	The Listed entity has not given prior intimation of Board meeting for Financial Results for Quarter ended on June 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-



21	Regulation 29 (1) (a) and Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Prior intimation of Board meeting for Financial Results viz. quarterly, half yearly, or annual along with XBRL	Regulation 29 (1) (a) and Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non Submission of prior intimation of Board meeting for Financial Results for Financial year ended on March 31, 2024	NSE	Fine	The Listed entity has not given prior intimation of Board meeting for Financial Results for Financial year ended on March 31, 2024	10000	The Listed entity has not given prior intimation of Board meeting for Financial Results for Financial year ended on March 31, 2024	The management acknowledged the default and hope to avoid the same in future.	-
22	Regulation 30 (6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Outcome of Board Meeting - Disclosure of Financials Statements	Regulation 30 (6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non Submission of Outcome of Board Meeting for approval of Financial Results for Quarter ended on September 30, 2024	PCS	Observation	The Listed entity has not Submitted Outcome of Board Meeting for approval of Financial Results for Quarter ended on September 30, 2024	-	The Listed entity has not Submitted Outcome of Board Meeting for approval of Financial Results for Quarter ended on September 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-



23	Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Disclosures of related party transactions	Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed submission of Disclosures of related party transactions for half year ended on September 30, 2024	PCS	Observation	The Listed entity has delayed submitted Disclosures of related party transactions on February 21, 2025 for half year ended on September 30, 2024	-	The Listed entity has delayed submitted Disclosures of related party transactions on February 21, 2025 for half year ended on September 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-
24	Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Disclosures of related party transactions	Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements), 2015	Delayed submission of Disclosures of related party transactions for financial year ended on March 31, 2024	NSE	Fine	The Listed entity has delayed submitted Disclosures of related party transactions on June 15, 2024 for financial year ended on March 31, 2024	80000	The Listed entity has delayed submitted Disclosures of related party transactions on June 15, 2024 for financial year ended on March 31, 2024	The management acknowledged the default and hope to avoid the same in future.	-



25	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Newspaper Publication of Unaudited Financial Results	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non Submission of Newspaper Publication of Unaudited Financial Results for Quarter ended on September 30, 2024	PCS	Observation	The listed entity has Not Submitted Newspaper Publication of Unaudited Financial Results for Quarter ended on September 30, 2024	-	The listed entity has Not Submitted Newspaper Publication of Unaudited Financial Results for Quarter ended on September 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-
26	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Newspaper Publication of Unaudited Financial Results	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non Submission of Newspaper Publication of Unaudited Financial Results for Quarter ended on June 30, 2024	PCS	Observation	The listed entity has Not Submitted Newspaper Publication of Unaudited Financial Results for Quarter ended on June 30, 2024	-	The listed entity has Not Submitted Newspaper Publication of Unaudited Financial Results for Quarter ended on June 30, 2024	The management acknowledged the default and hope to avoid the same in future.	-
27	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Newspaper Publication of Unaudited	Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non Submission of Newspaper Publication of Unaudited Financial Results for Financial year ended on	PCS	Observation	The listed entity has Not Submitted Newspaper Publication of Unaudited Financial Results for Financial year ended on March	-	The listed entity has Not Submitted Newspaper Publication of Unaudited Financial Results for Financial year ended on March 31, 2024	The management acknowledged the default and hope to avoid the same in future.	-



	Financial Results		March 31, 2024			31, 2024				
28	Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Payment of listing fees & Other charges	Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements), 2015	Late Payment of Annual Listing Fees for FY 2024-25	PCS	Observation	The listed entity has made late Payment of Annual Listing Fees for FY 2024-25	-	The Annual Listing fees was paid by the listed entity after due date.	Due to lack of NOC from financial creditor, the company faced severe financial constraints. Therefore the Annual Listing fees was paid by the company after due date.	-



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) (PCS)	Observations made in the secretarial compliance report for the year ended 31st March, 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
1.	The composition of the Board was not in accordance with Regulation 17(1)(b), the Listed entity not re-constituted Nomination and Remuneration committee and stakeholder relationship committee and not conducted meetings of	2023-24	Regulation 17, 18, 19 and 20 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding number of director and composition of	The composition of the Board was not in accordance with Regulation 17(1)(b), the Listed entity not re-constituted Nomination and Remuneration committee and stakeholder relationship committee and not conducted meetings of Committees.	The company had undergone into a Corporate Insolvency Resolution Process (CIRP), one of the financial creditors has withdrawn claim from the company for its dues vide their letter dated 15/09/2020 but the financial creditors withheld the necessary No Objection Certificate (NOC) contrary to approved Resolution Plan. This lack of NOC created operational and financial impediments,	The listed entity has complied by appointing the requisite number of directors and has reconstituted the Nomination and Remuneration Committee and the Stakeholders Relationship Committee.



	Committees.		the Board and constitution of committees		<p>delaying various internal processes. For this company has filed petition with NCLT but our petition in the National Company Law Tribunal (NCLT) was initially rejected. Subsequently, we filed an appeal before the National Company Law Appellate Tribunal (NCLAT) vide appeal no. 1025 of 2023, which approved the appeal, and finally on 24th April 2024 company received NOC from Financial Creditor. This prolonged process contributed to a delay in the company's ability to make timely decisions related to financial matters and governance.</p> <p>During this period, the company approached various banks for financial assistance; however, due to the</p>	
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					<p>unresolved status of the NOC from our financial creditors, the banks rejected our applications. As a result, the company faced severe financial constraints that further affected its governance processes.</p> <p>As the company is facing severe financial constraints this leads to prolonged financial delays and uncertainties, our Independent directors resigned from their positions, leaving the company with a reduced and incomplete Board of Directors (BOD). This non-composition of the BOD, along with the absence of key committees as required under corporate governance norms, significantly hindered our ability to meet the regulatory requirements, including the submission of the</p>	
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					Corporate Governance Report. <ul style="list-style-type: none">- Now we have complied with the regulations.- Appointed required No. Directors on the Board- Reconstituted Committees as per the requirement.	
2.	The listed entity delayed filed Corporate Governance Report on 27 th December, 2024 which is required to be filed within 21 days of end of quarter	2023-24	Regulation 27 (2) of SEBI (LODR), Reg. 2015 – Regarding submission of Corporate Governance.	The listed entity delayed filed Corporate Governance Report on 27 th December, 2024 which is required to be filed within 21 days of end of quarter	The company had undergone into a Corporate Insolvency Resolution Process (CIRP), one of the financial creditors has withdrawn claim from the company for its dues vide their letter dated 15/09/2020 but the financial creditors withheld the necessary No Objection Certificate (NOC) contrary to approved Resolution Plan. This lack of NOC created operational and	The listed entity had delayed the filing of the Corporate Governance Report for the relevant quarter, which was submitted on 27 th December, 2024



					<p>financial impediments, delaying various internal processes.</p> <p>For this company has filed petition with NCLT but our petition in the National Company Law Tribunal (NCLT) was initially rejected. Subsequently, we filed an appeal before the National Company Law Appellate Tribunal (NCLAT) vide appeal no. 1025 of 2023, which approved the appeal, and finally on 24th April 2024 company received NOC from Financial Creditor. This prolonged process contributed to a delay in the company's ability to make timely decisions related to financial matters and governance.</p> <p>During this period, the company approached various banks for financial assistance;</p>	
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					<p>however, due to the unresolved status of the NOC from our financial creditors, the banks rejected our applications. As a result, the company faced severe financial constraints that further affected its governance processes.</p> <p>As the company is facing severe financial constraints this leads to prolonged financial delays and uncertainties, our Independent directors resigned from their positions, leaving the company with a reduced and incomplete Board of Directors (BOD). This non-composition of the BOD, along with the absence of key committees as required under corporate governance norms, significantly hindered our ability to meet the regulatory requirements, including</p>	
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					the submission of the Corporate Governance Report. The Company has submitted due Corporate Governance reports.	
3.	The listed entity delayed filed Corporate Governance Report on 27 th December, 2024 which is required to be filed within 21 days of end of quarter	2023-24	Regulation 27 (2) of SEBI (LODR), Reg. 2015 – Regarding submission of Corporate Governance.	The listed entity delayed filed Corporate Governance Report on 27 th December, 2024 which is required to be filed within 21 days of end of quarter	The Company has submitted due Corporate Governance reports.	The listed entity delayed filed Corporate Governance Report on 27 th December, 2024
4.	The Annual Listing fees was paid by the listed entity after due date.	2023-24	Payment of Annual Listing Fee as per of Regulation 14 of SEBI (LODR), Reg. 2015.	Late Payment of Annual Listing Fees for FY 2023-24 in due time	Due to lack of NOC from financial creditor, the company faced severe financial constraints. Therefore the Annual Listing fees was paid by the company after due date.	Annual Listing fees was paid by the company after due date.
5.	The listed entity delayed filed shareholding pattern by 2 days	2023-24	Filing of shareholding pattern under Reg. 31(1)(b) of	The listed entity delayed filed shareholding pattern by 2 days, which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	The listed entity delayed filed shareholding pattern



			SEBI (LODR), Reg. 2015.			
6.	The listed entity delayed filed shareholding pattern on 06 th November, 2024 which is required to be filed within 21 days of end of quarter	2023-24	Filing of shareholding pattern under Reg. 31(1)(b) of SEBI (LODR), Reg. 2015.	The listed entity delayed filed shareholding pattern on 06 th November, 2024, which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	The listed entity delayed filed shareholding pattern
7.	The listed entity delayed filed Statement of Investor complaints on 06 th November, 2024 which is required to be filed within 21 days of end of quarter	2023-24	Regulation 13 (3) of SEBI (LODR), Reg. 2015 - Regarding filing of Statement of Investor complaints	The listed entity delayed filed Statement of Investor complaints on 06 th November, 2024 which is required to be filed within 21 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	The listed entity delayed filed Statement of Investor complaints on 06 th November, 2024
8.	The listed entity not filed Secretarial compliance report as per Regulation 24(A) of SEBI (LODR), Reg. 2015	2023-24	Regulation 24(A) of SEBI (LODR), Reg. 2015 - Secretarial compliance	The listed entity not filed Secretarial compliance report as per Regulation 24(A) of SEBI (LODR), Reg. 2015 for financial year 2022-23 and 2023-24	The management acknowledged the default and hope to avoid the same in future.	The Entity has delayed filed Secretarial compliance report as per Regulation



	for financial year 2022-23 and 2023-24		report			24(A) of SEBI (LODR), Reg. 2015 for financial year 2022-23 and 2023-24
9.	The listed entity delayed filed Reconciliation of share capital audit report for quarter ended on 31 st March, 2024 on 06 th November, 2024 which is required to be filed within 30 days of end of quarter	2023-24	Filing of Reconciliation of share capital audit Report as per Regulations 76 of the SEBI (Depositories and Participants) Regulations, 2018	The listed entity delayed filed Reconciliation of share capital audit report on 06 th November, 2024 which is required to be filed within 30 days of end of quarter	The management acknowledged the default and hope to avoid the same in future.	The listed entity delayed filed Reconciliation of share capital audit report on 06 th November, 2024
10.	The listed entity delayed filed Compliance certificate regarding maintenance of share transfer facility for Financial year ended on 31 st March, 2024 on 07 th November, 2024	2023-24	Regulation 7(3) of SEBI (LODR), Reg. 2015 - Compliance certificate regarding maintenance of share	The listed entity delayed filed Compliance certificate regarding maintenance of share transfer facility for Financial year ended on 31 st March, 2024 on 07 th November, 2024 which is required to be filed within thirty days from the end of	The management acknowledged the default and hope to avoid the same in future.	The listed entity delayed filed Compliance certificate regarding maintenance of share transfer facility for Financial year



	which is required to be filed within thirty days from the end of the financial year		transfer facility	the financial year		ended on 31 st March, 2024 on 07 th November, 2024
11.	The listed entity delayed filed Certificate from PCS regarding issue of certificates for Financial year ended on 31 st March, 2024 on 07 th November, 2024 which is required to be filed within thirty days from the end of the financial year	2023-24	Regulation 40(10) of SEBI (LODR), Reg. 2015 - Certificate from PCS regarding issue of certificates within prescribed time	The listed entity delayed filed Certificate from PCS regarding issue of certificates for Financial year ended on 31 st March, 2024 on 07 th November, 2024 which is required to be filed within thirty days from the end of the financial year	The management acknowledged the default and hope to avoid the same in future.	The listed entity delayed filed Certificate from PCS regarding issue of certificates for Financial year ended on 31 st March, 2024 on 07 th November, 2024
12.	The listed entity has non complied with Regulation 29(2) / (3) and not given proper intimation of Board Meeting held on 14 th February, 2024 for approval of financial statement for quarter ended on 31 st December, 2023	2023-24	Intimation of Board Meeting for financial results to be sent to exchange at least 5 days prior to the meeting (excluding the date of intimation and the date of the	The listed entity has non complied with Regulation 29(2) / (3) and not given proper intimation of Board Meeting held on 14 th February, 2024 for approval of financial statement for quarter ended on 31 st December, 2023 which is required to be sent to exchange at least 5 days prior to the meeting.	The management acknowledged the default and hope to avoid the same in future.	The listed entity has non complied with Regulation 29(2) / (3)



	which is required to be sent to exchange atleast 5 days prior to the meeting.		meeting) under Regulation 29(2) / (3) of SEBI (LODR), Reg. 2015			
13.	The listed entity has not complied with Regulation 29(2) / (3) and not given intimation of Board Meeting held on 29 th May, 2024 for approval of financial statement for quarter/financial year ended on 31 st March, 2024 which is required to be sent to exchange atleast 5 days prior to the meeting.	2023-24	Intimation of Board Meeting for Financial results to be sent to exchange atleast 5 days prior to the meeting (excluding the date of intimation and the date of the meeting) under Regulation 29(2) / (3) of SEBI (LODR), Reg. 2015	The listed entity has not complied with Regulation 29(2) / (3) and not given intimation of Board Meeting held on 29 th May, 2024 for approval of financial statement for quarter/financial year ended on 31 st March, 2024 which is required to be sent to exchange atleast 5 days prior to the meeting.	The management acknowledged the default and hope to avoid the same in future.	The listed entity has non complied with Regulation 29(2) / (3)



14.	The listed entity has not complied with Regulation 30 and 47 and not published in newspaper advertisement regarding dispatch of Notice of Annual General Meeting.	2023-24	Regulation 30 and 47 of SEBI (LODR), Reg. 2015 – publication of newspaper advertisement regarding dispatch of Notice of Annual General Meeting.	The listed entity has not complied with Regulation 30 and 47 and not published in newspaper advertisement regarding dispatch of Notice of Annual General Meeting.	The management acknowledged the default and hope to avoid the same in future.	The listed entity has not complied with Regulation 30 and 47 and not published in newspaper advertisement regarding dispatch of Notice of Annual General Meeting
15.	Upon verification, it was found that the listed entity established the SDD software, in compliance with Regulations 3(5) & 3(6) of SEBI (Prohibition of Insider Trading), Regulations, 2015, where it has been observed that no record has been maintained in the software.	2023-24	Maintenance of structured digital database (SDD) in the manner as prescribed in Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	The listed entity has not maintained record in the software.	Listed entity is taken action to maintain the same and made the requisite entries.	The Entity has installed structured digital database (SDD) and maintain the record in the software.



c. I/we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Compliance Status Yes/No/N.A	Observations/ Remarks of the Practicing Company Secretary
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.	NO	<i>We have not found proper evidence of sending notice of Board Meeting, circulation and Maintenance of Minutes.</i>
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entitiesAll 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 YES	- -
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">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	YES NO YES	<i>The listed entity has failed in dissemination of the documents/information under a separate section on the website</i>



	relevant document(s)/ section of the website.		
4.	Disqualification of Director: None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed disqualified by the listed entity.	NO	<i>Based on verification through MCA website and Annual filing status of another company in which Mr. Shahid Raza Rizvi (DIN: 02029659) is a Director, Mr. Shahid Raza Rizvi (DIN: 02029659) was disqualified from being appointed or continuing as Directors of the listed entity under section 164(2)(a) of the companies act, 2013.</i> <i>Now he has resigned from the Company w.e.f February 07, 2025.</i>
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other Subsidiaries.	NA	The listed entity does not have any material subsidiary company during the review period.
6.	Preservation of Documents: 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	-



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; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.	YES NA	- No RPT During the year.
9.	Disclosure of events or information: 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.	NO	Please refer above Table a.
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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 circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein.	NO	Please refer above Table a.



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.	N.A.	No Such event occurred during the year.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	-

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations. **Not Applicable**



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.

For S P MOUD & ASSOCIATES
COMPANY SECRETARIES
UNIQUE CODE: S2023RJ906400

CS SURYA PRAKASH MOUD
PROPRIETOR
M. No.: F12943; COP No.: 26437
PR Cer. No.: 6605/2025

Place: Udaipur
Date: 30-05-2025
UDIN: F012943G000503719