Registered & Corporate Office: Plot No. B-26, Institutional Area,

Sector - 32, Gurugram - 122001, Haryana (INDIA) Phone: +91 124 4343000, Fax: +91 124 2580016 E: info@omaxauto.com, W: www.omaxauto.com CIN:L30103HR1983PLC026142



OMAX AUTOS LIMITE

OMAX/STEX/2023-24/24AMY2024

The Manager - Listing National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051

NSE Code: OMAXAUTO

Date: 22nd May, 2024

The Manager - Listing **BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001

BSE Code: 520021

Sub: Annual Secretarial Compliance Report for the financial year ended 31st March, 2024

In compliance with the Regulation 24A of SEBI (LODR) Regulations, 2015 read with the SEBI circular CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report, issued by M/s. MNK Associates, LLP, Practicing Company Secretary for the financial year ended 31st March, 2024.

This is for your information and record. Please disseminate as appropriate.

Thanking You,

Dear Sir,

For Omax Autos Limited

Mohit Srivastava

(Company Secretary cum Compliance Officer)

MNK AND ASSOCIATES LLP

Company Secretaries, LLPIN: AAM-9113

Regd. office: MNK House, 9A/9-10, Basement, East Patel Nagar, New Delhi-110008 Tel: +91-11-45095230; Mobile: +91-9818156340; Email: nazim@mnkassociates.com

SECRETARIAL COMPLIANCE REPORT OF OMAX AUTOS LIMITED FOR THE YEAR ENDED MARCH 31, 2024

To.

The Board of Directors

Omax Autos Limited

Plot No. B-26, Institutional Area, Sector-32, Gurgaon 122001

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Omax Autos Limited (hereinafter referred as 'the listed entity'), having its Registered Office at Plot No. B-26, Institutional AREA, Sector-32, Gurgaon 122001. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed 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 the listed entity has, during the review period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We M/s MNK & Associates LLP have examined:

- (a) All the documents and records made available to us and explanation provided by Omax Autos Limited ("the listed entity"),
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (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 March 31, 2024 ("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 ("Listing Regulations"/ "SEBI (LODR)");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable during the year under review**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations");
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the year under review**.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 prior to its repealment; Not Applicable during the year under review
- (f) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities)
 Regulations, 2021 notified pursuant to repealment of the Securities and Exchange Board of
 India (Issue and Listing of Debt Securities) Regulation, 2008 and Securities and Exchange
 Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares)
 Regulations, 2013; Not Applicable during the year under review;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations");
- (h) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable;
- (i) 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 to the extent of securities issued;
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009 to the extent applicable.

and circulars/ guidelines issued thereunder;

Further, based on the above examination, We, hereby report that, during the Review period:

I. (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)	Regu- lation/ Circul ar No.	Deviation s	Act ion Tak en by	Type of Action (Advis ory/ Clarific ation/ Fine/S how Cause Notice/ Warnin g, etc)	Detai Is of Viola tion	Fine Amo unt	Observations/ Remarks of the Practicing Company Secretary	Manage- ment Re- sponse (exact language of what is received from managemen t)	Re- marks
1.	Pursuant to Regulation 30 of SEBI (LODR) read with SEBI Circular CIR/CFD/CMD/ 4/2 015 dated Sep 09, 2015 and Schedule III Part A Para A (7) of SEBI/HO/CFD/C FD-PoD- 1/P/CIR/2023/12 3 dated July 13, 2023, intimation regarding change in directors to be given to Stock Exchange within 12 hours of such apt /re-apt (reason for change viz. appointment, re- appointment, resignation, removal, death or otherwise) including their term of appointment and brief profile and disclosure of relationships between directors.	Regula tion 30 of SEBI (LODR) read with SEBI Circula r CIR/C FD/CM D/4/2 015 dated Sep 09, 2015 and Sched ule III Part A Para A (7) of SEBI/ HO/CF D/CFD -PoD-1/P/CI R/202 3/123 dated July 13, 2023	Few changes in the Directorsh ip/Auditor appointm ent were not intimated					a. Intimation in regard to regularization/ appointment of Mr. Tavinder Singh as Director from AGM (director retiring by rotation) was not done. b. Intimation regarding reappointment of Cost and Secretarial Auditors were not done. It is advised to intimate the Stock Exchange in case of any kind of apt/reapt of auditors of the Company.	a. It is submitted that the Company has duly filed the intimation for appointment of Mr. Tavinder Singh as Whole time Director. Further, we understand that there is no requirement to file intimation for regularisation of Mr. Tavinder Singh. b. Under Regulation 30, the intimation is required for appointment/ resignation of Auditors. We understand that the same is applicable only for Statutory Auditors.	

										1
2.	Pursuant to	Regula	Complian	-	-	-	-	Outcome of	It is submitted	
	Regulation 30 of	tion 30	ce to be					board meeting	that the	
	SEBI (LODR),	of	submitted					with only	Company has	
	read with SEBI	SEBI	choosing					financial results	given all the	
	Circular CIR/CFD/CMD/	(LODR	the					as agenda item	intimations,	
	4/2015 dated), read	correct					to be filed only	however, few	
	Sep 09, 2015,	with	head i.e.					under Quick	intimations are	
	and Schedule III	SEBI	quick					Results module	inadvertently	
	Part A Para A		results/fin					in NSE NEAPS	filed under	
	(4)	Circula								
	of	r	ancial					and in BSE	incorrect head.	
	SEBI/HO/CFD/C	CIR/C	results					choosing		
	FD-PoD-	FD/CM	only.					category/sub	The Company	
	1/P/CIR/2023/12	D/4/20						category as	has duly taken	
	3 dated July 13,	15						Result.	note of the	
	2023	dated							same and will	
	, the outcome of	Sep						It is advised to	take care in	
	the Board	09,						submit the	future,	
	Meeting should	2015,]		compliance		
	have been	and						choosing the		
	submitted within	Sched						correct head		
	30 minutes of	ule III						only		
	the closure of	Part A								
	the Board	Para A								
	Meeting.	(4) (h)								
	.5.									
	In reference to	and								
	NSE emails,	SEBI/								
	,	HO/CF								
		D/CFD								
	board meeting	-PoD-								
	with only	1/P/CI								
	financial results	R/202								
	as agenda item	3/123								
	- To be filed only	dated								
	under Quick	July								
	Results module	13,								
	in NEAPS	2023								
		_ = 5'								
3.	Disclosure	Regula	Submissi	_		-	-	The Company	The Company	
	under	tion 47	on of the					has submitted	has duly taken	
	Regulation 47	(1)(d)	copy of					the copy of the	note of the	
	(1)(d) read with	read	Hindi					English	same and will	
	sub-section (3)	with	newspape					Newspaper	take care in	
	& (4) of	sub-						publication to	future,	
	Securities and		r nublicatio					•	iutui C ,	
	Exchange Board	section	publicatio					the Stock		
	of India (Listing	(3) &	n 					Exchange		
	Obligations and Disclosure	(4) of	regarding							
	Requirements)	Securit	the							
	Regulations,	ies	notices							
	2015 regarding	and	sent to							
	notices given to	Excha	Sharehold							
	shareholders by	nge	ers for							
	,	_			L	L				



	advertisement be simultaneously be submitted to	Board of India	40 th AGM after completio							
	the Stock Exchange	(Listin g Obligat ions and Disclo sure Requirement s) Regula tions,	n of dispatch of Annual Report was not submitted to Stock Exchange							
4.	Pursuant to	2015 Regula	Proceedin	_	-	-	-	There is a	The	
4.	Regulation 30 of SEBI (LODR) read with Schedule III Part A Para A (13) of SEBI/HO/CFD/ CFD-PoD-1/P/CIR/2023/12 3 dated July 13, 2023, Proceedings of Annual General Meetings of the listed entity should be given within 12 hours of meeting containing the following details in brief: -date of the meeting; -brief details of items deliberated and results thereof; -manner of approval proposed for certain items (evoting etc.).	tion 30 of SEBI (LODR) read ule III Part A (13) of SEBI/ HO/CF D/ CFD- 1/P/CI R/202 3/123 dated July 13, 2023	gs of Annual General Meeting was submitted late beyond 12 hours of the closure of meeting. AGM held on 24.08.202 3 concluded at 12 pm and Stock Exchange was intimated on 25.08.202 3 at 11:17 a.m. to BSE and NSE at 11:23 a.m.					delay in the submission of the AGM proceedings with the Stock Exchange. The Company have received an email dated 06.04.2024 from BSE explaining the reasons of such delay and to provide the summary of the proceedings and resolution passed; the company thereafter, had responded to the query raised and did the revised filing on 11.04.2024	Company had already received the query from BSE dated 06.04.2023; as per which Revised Proceeding was submitted dated 11.04.2024 along with the reason of delay.	

									·	
5.	Pursuant to Corporate Governance Report submitted by the Company under Regulation 27(2) of SEBI (LODR) for the quarter ended December, 2022 NSE on February 2023 intimated the Company that due to the completion of the tenure of 2 Independent Directors, composition of Audit Committee is not in line with requirements of SEBI (LODR)	Regula tion 18(1) of SEBI LODR	Regulatio n 18(1) of SEBI LODR states at least two third of the members of Audit Committe e should be Independ ent Directors. Due to the completio n of tenure of two independ ent directors of the company, the compositi on of Audit Committe e was left incorrect between 01/01/202		Fine			Due to the completion of tenure of two independent directors, the composition of Audit Committee was incorrect between 01/01/2023 till 14/02/2023. It was a miss and this happened due to the fractional round off and the said facts were placed before the board of Directors. NSE vide notice dated 22.05.2023, fined the Company of INR 90,000 for the violation of Regulation 18(1) of SEBI LODR.	The Company has already paid the fine. The Company has duly taken note of the same and will take care in future.	
6.	Pursuant to Corporate Governance Report submitted by the Company under Regulation 27(2) of SEBI (LODR) for the quarter ended December 2023,	Regula tion 17(1) of SEBI LODR	Regulatio n 17(1)(a) of SEBI LODR states that board of directors shall have an optimum combinati on of	-	Fine	-	-	Due to the completion of tenure of Mrs. Novel L Lavasa, Non- Executive Director effective from 28.10.2023, the composition of	The Company has duly taken note of the same and will take care in future. However the Company has applied	



	NSE observed		executive			Board	for waiving	
	that "half of the		and non-			(Executive and	off	
	Board is Not		executive			Non-Executive	application	
	Non-Executive"		directors			Directors)	dated	
	TOTT EXCOUNTS		with at			went incorrect	28.02.2024.	
			least one-				20.02.2024.	
			woman			since half of		
			director			the Board is		
			and not			Not Non-		
			less than			Executive of		
			fifty per			the board		
			cent. of			composition.		
			the board					
			of			NCC had smad		
			directors			NSE had fined		
			shall .			the Company		
			comprise			of INR		
			of non-			3,77,000 for		
			executive			the violation of		
			directors;			Regulation		
			_			17(1) of SEBI		
			Due to			LODR.		
			the			LODK.		
			completio					
			n of					
			tenure of					
			Mrs.					
			Novel S					
			Lavasa,					
			Non-					
			Executive					
			Director					
			effective					
			28.10.202					
			3,					
			compositi					
			_					
			Board					
			Executive					
			and Non-					
			Executive					
			went					
			incorrect.					
7.	Pursuant to	Regula	Delay in			There has	The	
	Regulation 30	tion 30	announci			been a delay	Company	
	read	read	ng the			in filing the	has	
	with Regulation	with	results of			results of the	submitted the	
	44 of the SEBI	Regula	the Postal					
	LODR and SEBI	tion 44	Ballot on			Postal Ballot	Voting	
	Circulars, there	of the	or before			i.e. on or	Results of	
	has been delay	SEBI	5:00 p.m.			before 5:00	the Postal	
	in announcing		on			p.m. on	Ballot	
	the results of	LODR	Saturday,			Saturday,	through	
	Postal Ballot.	and	06.04.202			06.04.2024 as	XBRL mode	
		SEBI	4 as			stated by the	on	
		Circula	stated in			Company in	06.04.2024	
			Company Secr	 		Company III	55.0 7 .202 7	2



	rs	the			the sigr	ned and	and	also	
		signed			issued	Notice	submitte	d the	
		and			of	Postal	pdf form	nat to	
		issued Notice of			Ballot.		the		
		Postal					Exchang	ge on	
		Ballot.					08.04.20)24	
							which	was	
							within	2	
							working	days	
							from	the	
							receipt	of	
							Scrutiniz	zer's	
							Report.		

Advisory nature compliances: Wherever, there is an ambiguity in the interpretation of the provisions.

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Actio n Taken by	Advisory	Detail s of Violat ion	Fine Amou nt	Observations/ Remarks of the Practicing Company Secretary	Man- age- ment Re- spons e
1.	Pursuant to Regulation 29(2)(a) of SEBI LODR, Company should intimate to stock exchange about the Board meeting five days in advance	Regulation 29 (2)(a) of SEBI LODR	Intimation to stock exchange was given under the wrong head of Financial Result.				-	Intimation in regard to the notice of board meeting was given choosing the wrong head i.e. Financial Result instead of board meeting intimation.	

(b) The listed entity has taken the following actions to comply with the observations made in previous reports i.e. the observations are taken from the previous financial year reports



Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviation s	Act ion Tak en by	Type of Action (Advis ory/ Clarific ation/ Fine/S how Cause Notice/ Warnin g, etc)	Detai Is of Viola tion	Fine Amo unt	Observations/ Remarks of the Practicing Company Secretary	Manage- ment Re- sponse	Re- marks
1	Pursuant to the SEBI (PIT Regulations): a. Delayed intimation by promoter to the Company on trading of shares done by him.	SEBI (PIT Regula tions)	Mr. Ravindra Mehta though traded the shares after taking the pre- clearance and traded it in the approved time frame but informed to Company late on 18.07.202 2 and subseque ntly, Company Intimated to BSE and NSE done late on 19.07.202 2 and 20.07.202 2 respective ly.		Advisory			It was advised to the Company that the intimation to SE should have been done asap not later than two trading days from the receipt of information. PCS Current Status Update Company is now more vigilant on the transactions done by the promoters/desi gnated persons and Company is educating them from time to time that they have a responsibility to intimate the Company within 2 days of the completion of trading.		

								As suggested,	
								Company	
								have	
								increased the	
								fine in order to	
								stop these	
								transactions.	
								Now, there is a	
								much control	
								on the	
								transactions	
								undertaken by	
								the	
								promoters/desi	
								gnated	
								persons and	
								now it being	
								done post	
								proper	
								approvals.	
2.	Pursuant to	Reg.3(The	-	-	-	1	The Company	
	Reg.3(5) & (6)	5) &	Company					has	
	of SEBI (PIT	(6) of	has not					maintained the	
	Regulations) the	SEBI	maintaine		,			SDD during the FY 2021-	
	Company has	(PIT	d SDD till close of					22 since the	
	not maintained	Regula	financial					tool was	
	Structural Digital	tions)	year 31st					installed	
	Database (SDD)		March					during March	
	till close of		2021 and					2022	
	financial year		that the						
	31st March		name of					PCS Current	
	2021 and that		the					<u>Status</u>	
	the name of the		Company Secretary					<u>Update</u>	
	Company		was						
	Secretary was		appearing					The name of	
	appearing under		under the					the company	
	the list of		list of					secretary was	
	defaulter.		defaulter.					appearing	
	Solution.							under the	
								defaulter list	
								continued till	
								April 06, 2024.	
								'	
								Further, the	
								NSE has	
								conducted the	
								virtual audit on	
								07 April 2024	
								and thereafter,	
								post	
								satisfaction	
								NSE removed	

		ı			ı				1
								the name of	
								the CS from	
								the defaulter	
								list.	
								1100.	
			 .						
3.	Pursuant to the	Regula	The	-	-	-	-	Approval of	
	provisions of	tion 30	Company					sale of land	
	Regulation 30 of	of	has not					and building	
	SEBI (LODR),	SEBI	disclosed					was material	
	the Company	(LODR	the					event and	
	was required to	LICOLI	material						
	submit the)	event to						
	disclosures to		stock					disclosed to	
	stock		exchange					the stock	
	exchanges with		for the					exchange	
	respect to		selling of					within	
	material events		land and					prescribed	
	i.e. sale of land		building					time frame	
	and building		situated						
	situated at		at					under Listing	
	Dharuhera		Dharuher					Regulation.	
			a.						
								PCS Current	
								<u>Status</u>	
								<u>Update</u>	
								<u> </u>	
								In the Board	
								Meeting held	
								on 02.11.2023,	
								the matter for	
								sale of land	
								was passed	
								and Company	
								have intimated	
								the stock	
								exchange post	
								execution of	
								the sale	
								transaction.	
								u arisacuori.	

II. 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: <u>NOT APPLICABLE since there is no resignation of the Statutory Auditors during the FY under review.</u>

Sr.	Particulars	Compliance	Observations /Remarks
No.		Status (Yes/No/	by PCS*
		NA)	
1.	Compliances with the following conditions whil	e appointing/re-appoint	ing an auditor
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor	NA	Since there is no resignation of the
	before such resignation, has issued the limited review/ audit report for such quarter; or		resignation of the Statutory Auditors during



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 iii. If the auditor has signed the limited review/ audit 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 FY under review.
Other conditions relating to resignation of statu	tory 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. 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 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		
	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 iii. If the auditor has signed the limited review/ audit 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. Other conditions relating to resignation of statu 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. 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 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.	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 iii. If the auditor has signed the limited review/ audit 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 as well as the audit report for such financial year. 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 than 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 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:



	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.	
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.	

*Observations /Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

III. 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:	(Teshlor NA)	БУГСС
	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.	Yes, all the policies are board approved.	
	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, 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.	
3.	Maintenance and disclosures on Website: The Listed entity is maintaining a functional website.	Yes	
	Timely dissemination of the documents/ information under a separate section on the	Yes	Documents are maintained



	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	as per Regulation 46 of SEBI (LODR). It is advised to kindly disseminate all the requisite information on the website of the Company.
4.	Disqualification of Director: None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
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	Not Applicable	Company doesn't have any Subsidiary Company.
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. As confirmed by the management all the documents are preserved as per the board approved policy.	
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	Yes	As confirmed by the management, the Company has always obtained prior approval of Audit Committee for all related party transactions

	transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.		as per which the RPT are always considered in Quarterly Board Meetings and accordingly, the same is intimated to the Exchange at every interval of 6 months as per Regulations of the Exchange.
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.	Yes (subject to the points mentioned above)	
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, subject to the points mentioned above.	
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, subject to the points mentioned above.	
12.	Additional Non-compliances, if any:		
	No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

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 Accounts of the listed entity.
- 4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of 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.

For MNK and Associates LLP

Company Secretaries FRN: L2018DE004900

Peer Review Certificate No.: 671/2020



Priyanka Gupta

(Designated Partner) FCS No. 9355

CP No. 24273

UDIN: F009355F000275170

Date: 30.04.2024 Place: Gurugram

