



Twamev Construction and Infrastructure Limited

(Formerly known as Tantia Constructions Limited)

Registered Office

DD-30, 7th Floor, Sector-1
Salt Lake City, Kolkata - 700064
+91 33 49505600
info@twamevcons.com

Date: 30.05.2025

The Secretary
BSE Limited
New Trading Wing,
Rotunda Building,
PJ Tower, Dalal Street,
Mumbai – 400001
Scrip code – 532738

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block “G”
5th Floor, Bandra Kurla Complex,
Bandra East,
Mumbai – 400051
Symbol – TICL

Dear Sir/Madam,

Subject: Certificate of Secretarial Compliance Report for the Quarter Ended 31st March, 2025

We are enclosing herewith the Secretarial Compliance Report received from the Secretarial Auditor, M/s MR & Associates, pursuant to Regulation 24A of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015, for the year ended 31st March, 2025.

We request you to kindly take the same on record.

Thanking you
Yours Faithfully,

For Twamev Construction and Infrastructure Limited
(Erstwhile Known as Tantia Constructions Limited)

Neha Agarwal

Neha Agarwal
Company Secretary
Mem No. A52479



Enclosure: As mentioned

Corporate Office

Martin Burn Business Park, 17th Floor
Office No: 1704, Plot 3, Block BP
Sector V, Saltlake City, Kolkata – 700091
+91 33 49505600
info@twamevcons.com

Delhi Office

5th Floor, Unit No. 517 & 518
Le-Meridian Commercial Complex
Raisina Road, New Delhi - 110001
+91 11 40581302
delhi@twamevcons.com



MR & Associates

COMPANY SECRETARIES
(Peer Reviewed Firm)

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrasso1996@gmail.com / goenkamohan@gmail.com

SECRETARIAL COMPLIANCE REPORT OF TWAMEV CONSTRUCTION AND INFRASTRUCTURE LIMITED FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2025

[Pursuant to Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

TO,
THE MEMBERS,
TWAMEV CONSTRUCTION AND INFRASTRUCTURE LIMITED
(formerly known as TANTIA CONSTRUCTIONS LTD.)
BLOCK DD 30 SECTOR 1 SALT LAKE CITY
7TH FLOOR KOLKATA – 700064
WEST BENGAL

We, MR & Associates, a firm of Practicing Company Secretaries, have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s TWAMEV CONSTRUCTION AND INFRASTRUCTURE LIMITED (formerly known as TANTIA CONSTRUCTIONS LTD.) (hereinafter called the listed entity) having its Registered Office at BLOCK DD 30 SECTOR 1 SALT LAKE CITY 7TH FLOOR KOLKATA – 700064. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing 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 in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2025, partially complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. TWAMEV CONSTRUCTION AND INFRASTRUCTURE LIMITED (formerly known as TANTIA CONSTRUCTIONS LTD.) ("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 on 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, 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; - **Not Applicable as there was no reportable event during the Financial Year under review.**
- (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 as there were no reportable events during the Financial Year under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; -**Not Applicable as there were no reportable events during the Financial Year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; -**Not Applicable as there were no reportable events during the Financial Year under review;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;
- (i) 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, and based on the above examination, we hereby report that, during the Review Period:

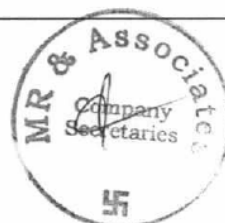
I. (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of the matters specified below and subject to the observations made elsewhere in this report:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Detail of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
As per Annexure A										



Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
As per Annexure B						

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks of the Practicing Company Secretary
1.	Secretarial Standards: The compliances of the listed entity are generally 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	The listed entity is partially complied with the compliance of Secretarial Standards (SS).
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 entities. • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI. 	No	The listed entity is in the process to adoption / updation of the policies as applicable to it due to name change as per the explanation provide by the management.
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. 	<div style="text-align: center;">Yes</div> <div style="text-align: center;">No</div>	The Listed entity is in process of updating its website as per regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



	<ul style="list-style-type: none"> • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website. 	No	The listed entity's web address is given in the website affirmation in the annual corporate governance report under Regulation 27(2) submitted during the year under review.
4.	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	
5.	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other subsidiaries.	N/A Yes	As per the information and explanation provided by the management, the listed entity does not have any material subsidiary company as on Financial Year ended 31.03.2025.
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 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. (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.	Yes	



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	As per the information provided by the management all the material information u/r 30 were intimated to the stock exchange within the specified time period except as provided in Annexure-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	The listed entity had partially complied with the provision of Regulation 3(5) & 3(6) of SEBI (PIT) Regulation 2015.
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.	Yes	As stated in the Annexures.
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	There were no such instances of resignation of auditor during the Financial Year 2024-25. However, the listed entity has not complied with the provisions of SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019. In terms of Para 6(A) and 6(B) of the said circulars and has not modified the terms of appointment of its statutory auditors.
13.	No Additional non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc. except as stated in elsewhere in this report.	Yes	As stated in the Annexures.

We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations – N/A



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. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records and also based on opinions furnished to us by the Company.
4. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity. We have obtained the Management Representation about the compliance of regulations, wherever required. This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report which have been complied with by the Company up to the date of this Report pertaining to the financial year ended March 31, 2025.
5. 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.
6. This report pertains solely to the compliances and other applicable matters arising during the audit period from April 1, 2024, to March 31, 2025.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm

Peer Review Certificate No.: 5598/2024

Place: Kolkata
Date: 30.05.2025



Sneha Khaitan Jalan

[CS Sneha Khaitan Jalan]
Partner

FCS No.: F11977

C P No.: 14929

UDIN: F011977G000504931

Annexure- A

I. (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, subject to the following observations as specified below in addition to the other mentioned points in the report: -

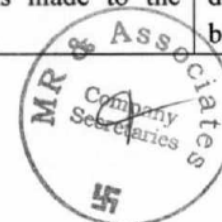
Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount (in Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	The listed entity shall submit a compliance certificate to the exchange, duly signed by both the compliance officer of the listed entity and the authorised representative of the share transfer agent, wherever applicable, within thirty days from the end of the financial year.	Regulation 7(3) SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 [SEBI (LODR Reg, 2015)].	Partially complied	-	-	Partially complied in the certificate submitted for the year ended 31.03.2024 during the Audit period	-	The listed entity has submitted the compliance certificate of the year ended 31.03.2024 without the signature of Compliance Officer of the entity as per Reg 7(3) of SEBI (LODR) Reg, 2015.	The omission occurred inadvertently. The company assures that utmost diligence will be exercised to ensure no such laps occurs in future.	-



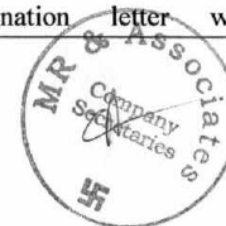
Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount (in Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
2.	The listed entity shall publish an advertisement in the newspaper, within forty-eight hours of conclusion of the meeting of board of directors at which the financial results were approved, containing a Quick Response code and the details of the webpage where complete financial results of the listed entity, as specified in regulation 33.	Regulation 47(1) of SEBI (LODR) Regulations, 2015 effective from December 13, 2024.	Partially complied	-	-	Partially complied for quarter ended 31.12.2024	-	The listed entity had published an advertisement of Financial Result for quarter ended 31.12.2024 in the newspaper without containing a Quick Response code as per Reg 47(1) of SEBI (LODR) Reg, 2015.	The omission occurred inadvertently. The company assures that utmost diligence will be exercised to ensure no such laps occurs in future.	-
3.	The listed entity shall publish the financial results in the newspaper along-with the modified opinion(s) or reservation(s), if any, expressed by the auditor.	Regulation 47(1)(b) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.	Partially complied	-	-	Partially complied for the said quarters during F.Y. 2024-25	-	The Statutory Auditor has expressed a modified opinion(s) or reservation(s), in his report for the quarter ended March, September and December 2024, but the entity has not published the same in the newspaper where the financial results were published.	The company assumed to be mandatory only for the 4 th Quarter Financial Result.	-



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 (in Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
4.	The listed entity shall first disclose to stock exchange(s) of all events, as specified in Part A of Schedule III, or information as soon as reasonably possible and not later than twenty-four hours from the occurrence of event or information.	Regulation 30 read with Schedule III Part A Para B Clause 4 of SEBI LODR) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13.07.2023.	Delayed & Partially complied	-	-	Intimation to the Stock exchange under Regulation 30 made beyond 24 hours and not in the prescribed format.	-	The Company has delayed compliance in respect of disclosures related to various tenders/orders received from different sectors of Government departments. The disclosures to the stock exchange, corresponding to submissions dated 26.06.2024, 05.12.2024, 10.12.2024, 01.02.2025, and 05.02.2025, were made beyond the prescribed timeline of 24 hours from the receipt of the respective information/letters.	The omission occurred inadvertently. The company assures that utmost diligence will be exercised to ensure no such laps occurs in future.	
5.	Circular on use of digital signature certification for authentication / certification of filings / submissions made to Stock Exchanges.	NSE Circular NSE/CML/2022/39 dated August 02, 2022 and BSE Circular 20220801-24 dated 01.08.2022	Partially complied	-	-	Partial usage of Digital Signature Certificate (DSC) for stock exchange	-	The Company partially complied with the use of Digital Signature Certificates (DSC) for authenticating and certifying filings and submissions made to the	The omission occurred inadvertently. The company assures that utmost diligence will be exercised to	-



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 (in Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
						filings during the financial year 2024-25.		Stock Exchanges during the financial year 2024-25.	ensure no such laps occurs in future.	
6.	Integrated Filing (Financial) should be filed within 45 days from the end of the quarter, other than the last quarter, and 60 days from the end of the last quarter and the financial year.	SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024	Delayed Compliance	-	-	Delayed Compliance for Quarter ended 31.12.2024	-	Integrated Filing in PDF as per the prescribed format shall be submitted within 24 hrs from the Outcome of the Board meeting. The listed entity has submitted the compliance on 25.03.2025 while the outcome was submitted on 12.02.2025.	The omission occurred inadvertently. The company assures that utmost diligence will be exercised to ensure no such laps occurs in future.	-
7.	In case of resignation of key managerial the letter of resignation along with detailed reasons for the resignation as given by the key managerial personnel shall be disclosed to the stock exchanges by the listed entities within seven days from the date that such resignation comes into effect.	Regulation 30 and Schedule III Part A Para A Clause 7C SEBI (LODR) Regulation, 2015 read with Master circular dated November 11, 2024	Delayed Compliance	-	-	Intimation to the Stock exchange under Regulation 30 made beyond time.	-	The Company Secretary has resigned w.e.f 30.11.2024 which was intimated to Stock exchange on 09.12.2024 without letter of resignation along with detailed reasons for the resignation. Further the resignation letter was	The Company Secretary intimated his resignation via Mail and no letter was served which could have been updated. Later, on	-



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								submitted on BSE on 24.01.2025.	request we submitted to the Stock Exchange(s).	
8.	The listed entity while submitting annual audited standalone financial results and annual audited consolidated financial results along with the audit report shall submit Statement on Impact of Audit Qualifications for audit report with modified Opinion in the prescribed format.	Regulation 33(3)(d) of SEBI (LODR) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11.07.2023.	Partially Complied	-	-	Partially Complied	-	The listed entity had a modified opinion in its Annual Audited Consolidated Financial Result for the financial year ended 31st March, 2024 which was disclosed to stock exchange on 29.05.2024 which was not in the prescribed format as per the SEBI Master Circular. Further the same was submitted to NSE on 02.07.2024 after the clarification sought by NSE on 21.06.2024.	The Company was unaware of the prescribed format before.	



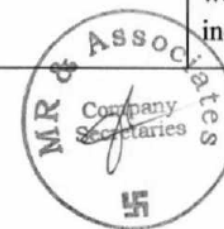
Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount (in Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
9.	The listed entity shall submit to the stock exchange, within two working days of conclusion of its General Meeting, details regarding the voting results in the format Specified by the Board.	Regulation 44(3) of SEBI (LODR) Regulations, 2015.	Delayed Compliance	-	-	Intimation to the Stock exchange was made beyond time.	-	The listed entity has not submitted the voting result for the postal ballot held on 28.12.2024 within the prescribed time under Reg 44(3).	The details were submitted to BSE, as we there was a login issue at NSE. Henceforth, the same was mailed to NSE.	
10.	Integrated Filing (Governance) should be filed within 45 days from the end of the quarter.	SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31.12.2024.	Delayed Compliance	-	-	Delayed Compliance for the quarter ended 31.12.2024.	-	The listed entity had submitted the Integrated Filing Governance-XBRL on 17.02.2025 in NSE.	The details were submitted to BSE, as we there was a login issue at NSE. Henceforth, the same was mailed to NSE.	



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 (in Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
11.	The listed entity, in the explanatory statement to the notice seeking shareholders' approval for change in name, shall include a certificate from a practicing-chartered accountant stating compliance with conditions provided in sub-regulation.	Regulation 45 (3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.	Delayed Compliance	-	-	Delayed Compliance	-	The listed entity initially submitted the explanatory statement without enclosing the requisite certificate from a practicing Chartered Accountant. The said certificate was subsequently submitted on 01.07.2024.	The Company was unaware that the same was mandatory.	-
12.	No listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person. Provided that the listed entity shall ensure compliance with this sub-regulation at the time	Regulation 17(1A) of SEBI (LODR) Regulations, 2015	Delayed Compliance	BSE and National Stock Exchange of India Limited (NSE)	Imposition of Fine	Delayed Compliance	NSE and BSE -Rs. 2,000/- each for June 2024 quarter NSE and BSE -Rs. 8,000/- each for September 2024 quarter	As per Regulation 17(1A) of the SEBI (LODR) Reg, 2015, prior approval of shareholders by way of a special resolution is required for the continuation of directorship of a non-executive director who has attained the age of seventy-five years. In compliance with the said provision, the listed entity passed a special resolution through postal ballot on 05.07.2024	The omission occurred inadvertently. The company assures that utmost diligence will be exercised to ensure no such laps occurs in future.	-



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 (in Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
	of appointment or re-appointment or any time prior to the non-executive director attaining the age of seventy-five years.							for continuation of Mr. Santanu Ray as a Non-Executive Director, who attained the age of seventy-five years on 29.06.2024.		
13.	Where the public shareholding in a listed company falls below twenty-five per cent, as a result of implementation of the resolution plan approved under section 31 of the Insolvency and Bankruptcy Code, 2016 (31 of 2016), such company shall bring the public shareholding to twenty-five per cent within a maximum period of three years from the date of such fall, in the manner specified by the SEBI: Provided that, if the public shareholding falls below ten per cent, the same shall be increased to at least ten per	Regulation 38 of LODR read with Rule 19A (5) of the Securities Contracts (Regulation) Rules, 1957.	Non-Compliance	-	-	MPS requirement not fulfilled within the specified time.	-	The company has not maintained a Minimum Public Shareholding of 25% as specified under Regulation 38 of LODR read with Rule 19A(5) of the Securities Contracts (Regulation) Rules, 1957.	As the company was out from NCLT, Kolkata Bench, MPS timelines for such companies is as per Regulation 38 of LODR read with Rule 19A(5) of the Securities Contracts (Regulation) Rules, 1957. Henceforth, we need to increase the	



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 (in Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
	cent, within a maximum period of twelve months from the date of such fall, in the manner specified by the SEBI.								MPS to 10% and 25% respectively, as per the rules and regulations. The company has undergone Offer for Sale in the month of May, 2025.	



Annexure- B

(b) The listed entity had 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	Observations made in the secretarial compliance report for the year (the years are to be mentioned)	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 listed entity has been non-compliant for the part of Audit period till the implementation of Resolution Plan vide Hon' NCLT order dated 01.05.2023 r/w corrigendum Order 18.05.2023.	2021-22, 2022-23 and 2023-24	<p>The listed entity shall ensure compliance pertaining to</p> <ul style="list-style-type: none"> - The composition of the Board and appointment of Woman Director - The no. of Board meetings and quorum - The constitution of Audit Committee - The constitution of Nomination and remuneration committee - The constitution of Stakeholders Relationship Committee under Regulation 17(1), 17(2), 18(1), 19(1)/19(2), 20(2)/(2A), of SEBI (LODR) Regulation, 2015. 	<p>Non-compliance with requirements pertaining to Composition of board and appointment of Women Director, No. and quorum of board meetings, Constitution of Audit, Stakeholders relationship, Nomination and remuneration Committee.</p> <p>BSE has imposed fine vide Email dated 22.05.2023 for quarter ended March 2023 of an amount of Rs. 11,80,000/-</p> <p>BSE has imposed fine vide Email dated 21.08.2023 for quarter ended June 2023 of an amount of Rs. 11,92,980/-</p>	As per the approved resolution plan all fines prior to the effective date i.e. 18.05.2023 which has occurred or become due has been waived off. The listed entity has complied with the applicable regulations within the time period as per the terms of resolution plan and the NCLT order dated 01.05.2023 read with corrigendum order dated 18.05.2023.	The Company has duly complied with the said regulation for the financial year ended 2024-2025.



2.	The listed entity is non-compliant with respect to the said provisions during the period under review.	2021-22, 2022-23 and 2023-24	<p>The listed company shall ensure compliance pertaining to</p> <ul style="list-style-type: none"> - The composition of the Board and appointment of Woman Director - The no. of Board meetings and quorum - The constitution of Audit Committee - The constitution of Nomination and remuneration committee - The constitution of Stakeholders Relationship Committee under Regulation 17(1), 17(2A), 18(1), 19(1)/19(2), 20(2)/(2A), of SEBI (LODR) Regulation, 2015 	<p>Non-compliance with requirements pertaining to Composition of board and appointment of Women Director, No. and quorum of board meetings, Constitution of Audit, Stakeholders relationship, Nomination and remuneration, Management committee.</p> <p>BSE has imposed Fine vide Email dated 21.11.2023 for quarter ended September 2023 of an amount of Rs. 10,33,680/-</p> <p>NSE has imposed fine vide NSE Notice NSE/SOP/RBF/0609 dated 07.06.2023 for quarter ended March 2023 of an amount of Rs. 11,80,000/-</p> <p>NSE has imposed fine vide NSE Notice NSE/SOP/RBF/0928 dated 06.09.2023 for quarter ended June 2023 of an amount of Rs. 11,92,980/-</p> <p>NSE has imposed fine</p>	<p>The listed entity in its board meeting dated 17.06.2023 and 15.09.2023 has appointed the requisite directors/independent director and has also constituted the requisite committee as per the required regulations.</p>	<p>The Company has duly complied with the said regulation for the financial year ended 2024-2025.</p>
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				vide NSE Notice NSE/LIST- SOP/COMB/FINES/1204 dated 21.11.2023 for Quarter ended September 2023 of an amount of Rs. 10,33,680/-		
3.	The listed entity is non-compliant with respect to Reg 31(4) of SEBI (SAST) Regulations, 2011 during the period under review.	2022-23 and 2023-24	The promoter shall declare on yearly basis that he along with persons acting in concert has not made any encumbrance other than those already disclosed during the year.	Non submission of the details of encumbered shares of the promoters as per the provisions of the Regulations for the year ended 31.03.2023	Since, no declaration was received from the promoters, so the required disclosure was not submitted to the stock exchange. The listed entity has received approval for resolution plan dated 1st May 2023 read with Corrigendum order dated 18th May 2023 and as per the terms of the resolution plan the listed entity has transferred its shares to new promoters and hence disclosure for period ended 2023 is not received since the Board was suspended as on 31st March, 2023 and promoters of the listed entity were the erstwhile promoters.	The Company has duly complied with the said regulation for the financial year ended 2024-2025.

