



M. Maheshwari & Associates

Company Secretaries

301, Shalimar Corporate Center,
8-B South Tukoganj, Indore - 452001

Ph. : 0731-4068730

Mob. : 9826040473

Email : mmaheshwarics@gmail.com

Website : www.mmaheshwari.com

Manish Maheshwari

M.Com, LLB, F.C.S

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF SIGNET INDUSTRIES LIMITED FOR THE
YEAR ENDED MARCH 31, 2025**

To

The Board of Directors

SIGNET INDUSTRIES LIMITED

CIN: L51900MH1985PLC035202

Gala no. 02 & 03, Building No. A-2, Gr. Floor,

Print World Industrial Complex,

Survey no. 15/1, Road, Mankoli Vehele, ,

Village Vehele, Bhiwandi, Shastrinagar

(Thane), Maharashtra 421302

Sir/Madam

We, M/s. M. Maheshwari & Associates, Practicing Company Secretaries, have examined:

- (a) All the documents and records made available to us and explanations provided by **M/s. SIGNET INDUSTRIES LIMITED** ("the listed entity") and its management,
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed entity [https:// www.groupsignet.com](https://www.groupsignet.com)
- (d) Any other document/filing, as may be relevant, which has been relied upon to make this Report, for the year ended March 31, 2025 ("Review Period") in respect of compliance with the provisions of:
 - i. The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, and guidelines, issued thereunder; and
 - ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, and 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 - SEBI (LODR) to the extent applicable.
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

The company, during the year, was not required to comply with the following regulations and consequently not required to maintain any books, papers, minute books or other records or file any forms/returns under:

- a) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- b) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- c) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

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 majorly 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 clauses)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Retrospective approval for reappointment of Independent Directors for a second term.	17 of SEBI LODR	The Company approved backdated reappointments of Independent Directors for their second term, effective from dates prior to the relevant Board meeting.	BSE and NSE	Warning	The Company made backdated appointments of Palak Malviya and Mayank Shrivastava as Independent Directors for their second term. Although the Board meeting approving the appointments was held on May 30, 2023, the appointments were made effective from earlier dates (March 25, 2023, and May 22, 2023, respectively).	Nil	The Company made backdated appointments of Independent Directors, potentially contravening regulatory requirements and The effective dates of appointments (March 25, 2023, and May 22, 2023) predate the Board meeting date (May 30, 2023)	We acknowledge the deviation and observation. To prevent recurrence, we will ensure strict adherence to regulatory timelines and procedures for future appointments. We will also review and strengthen our internal	The Company should ensure that all appointments and resolutions are properly documented and aligned with regulatory requirements.



							Disseminate a copy of this warning letter to the Stock Exchange(s) where the Company is listed. Place this warning letter and details of corrective measures taken before the Board of Directors to prevent similar lapses in the future.	Nil	Delayed uploads may impede stakeholders' access to relevant information, compromising transparency and potentially impacting decision-making.	We acknowledge the deviation regarding timely website updates. We're implementing corrective measures to strengthen website management, ensure regulatory compliance,	processes to maintain compliance and transparency	similar deviations in the future.
2	The Company shall ensure timely dissemination of documents/information on its website, updating any changes in content within two working days from the date of such change.	46 of SEBI LODR	The Company did not timely update its website with documents/information, risking non-compliance with regulatory requirements and transparency standards.	None	Nil	Delayed Website Updates: The Company failed to upload documents /information within the stipulated timeframe, contravening regulatory requirements.		Nil		The Company should ensure regular monitoring and timely updates of its website to maintain compliance and transparency.		

II. We hereby report that, during the review period the compliance status of the listed entity with the following requirements

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	Nil
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of the board of directors / Committees, as may be applicable to the listed entities. ● All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI. 	Yes	Nil
3.	<u>Maintenance and disclosures on the Website:</u> <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 relevant document(s)/ section of the website. 	Yes No No	Nil Timely uploading of documents on the website was not ensured. Corporate governance reports lacked accurate and specific web links

			redirecting to relevant documents/sections under Regulation 27(2).
4.	<u>Disqualification of Director:</u> None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Nil
5.	<u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> (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 or any other subsidiaries.
6.	<u>Preservation of Documents:</u> The company is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per the Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	Nil
7.	<u>Performance Evaluation:</u> The listed entity has conducted a 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	Nil
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of the 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 NA	The Company has obtained prior Audit Committee approval as necessary.



9.	<u>Disclosure of events or information:</u> 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	Nil
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions were 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. (or) The actions taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	The NSE and BSE issued a warning letter to the company
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> 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.	NA	No resignations were reported during the period under review.
13.	<u>Additional Non-compliances, if any:</u> No additional non-compliance was observed for any SEBI regulation/circular/guidance note etc.	No	The non-compliance mentioned above refers to Clause 1(a).



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. **Not Applicable**

Assumptions & limitations of scope and review:

1. Compliance with 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 on our examination of relevant documents and information.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity. This is neither an audit nor an expression of opinion.
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 M. Maheshwari & Associates

Company Secretaries

Firms U.C.N. I2001MP213000



Manish Maheshwari

Manish Maheshwari

Proprietor

FCS-5174

CP-3860

PR No. 1191/2021

Date : 30th May 2025

Place: Indore

UDIN : F005174G000505234