

DHIRREN R. DAVE & CO.

Company Secretaries

B-103, International Commerce Center (ICC), Near Kadiwala School,
Ring Road, SURAT- 395002, Phone: 0261-2460903, 2475122, 9879104642,
Email: contact@drdcs.net

Annual Secretarial Compliance Report of Mohit Industries Limited For The Financial Year Ended 31st March, 2025

To

The Members,

Mohit Industries Limited

Office No. 908, 9th Floor,

Rajhans Montessa, Dumas Road,

Magdalla, Choryasi, Surat-395007, Gujarat, India.

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s **Mohit Industries Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road, Magdalla, Choryasi, Surat-395007, Gujarat, India. 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 31.03.2025 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

Date: 29.05.2025

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UDIN: A028554G000481666

We, M/s Dhirren R Dave & Co., Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Mohit Industries 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 31 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 there under ; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

There are no events occurred during the year which attracts provisions of following regulations hence they are not applicable.

Date: 29.05.2025

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UDIN: A028554G000481666

- (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (f) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021
- and circulars/guidelines issued thereunder.

And based on the above examination, We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under except in respect of matter specified in

Annexure-I.

- (b) The listed entity has taken the actions to comply with the observations made in previous reports as per **Annexure-II.**

- (c) 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
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Date: 29.05.2025

1.	<u>Secretarial Standards:</u> 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	None
2	<u>Adoption and timely updation of the Policies:</u> - 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.	Yes	None
3	<u>Maintenance and disclosures on Website:</u> The Listed entity is maintaining a functional website	Yes	None

	- 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.		
4	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	None
5	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries.	NA	The Company does not have any material subsidiary.
6	<u>Preservation of Documents:</u> 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	None

7	<u>Performance Evaluation:</u> 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	None
8	<u>Related Party Transactions:</u> (a)The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) The listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee.	Yes	None
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	None
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	None
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> Actions	As per Annexure-I	As per Annexure-I

	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		
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 SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 on compliance with the provisions of the LODR Regulations by listed entities.	NA	There was no resignation of the Statutory auditor during the Financial Year ended March 31, 2025.
13	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	NIL	None

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.

Date: 29.05.2025

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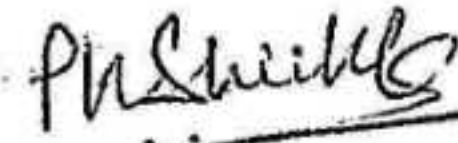


UDIN: A028554G000481666

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.

Place: SURAT
Date: 29.05.2025

For DHIRREN R. DAVE & CO.,
COMPANY SECRETARIES
UIN: P1996GJ002900
P/R No. : 2144/2022



PINAL KANDARP SHUKLA
Principal Partner
ACS: 28554, CP: 10265
UDIN: A028554G000481666

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	Management response	Remarks
1.	Composition of Board Directors Regulation 17(1) of SEBI (LODR) Regulations, 2015	Regulation 17(1)	failure to appoint woman director	National Stock Exchange of India Limited	Clarification sought by NSE vide letter dated 23.02.2025 and penalty imposed vide letter dated 17.03.2025	Non-compliance with requirements pertaining to the Composition of the Board including failure to appoint woman director	5,36,900	Company has replied vide letter dated 27.02.2025 and fine paid on 31.03.2025. Filed waiver application with designated Stock Exchange i.e. BSE on 03.04.2025	No further communication in this regard.	-
2.	Quorum of Board Meetings Regulation 17(2A) of SEBI (LODR) Regulations, 2015	Regulation 17(2A)	Requirement of quorum in Board Meetings	National Stock Exchange of India Limited	Clarification sought by NSE vide letter dated 23.02.2025 and penalty imposed vide letter dated	Non-compliance with requirements pertaining to quorum of Board meetings	11,800	Company has replied vide letter dated 27.02.2025 and fine paid on 31.03.2025. Filed waiver application with designated	No further communication in this regard.	-

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Annexure-I

3.	Constitution of audit committee Regulation 18(1) of SEBI (LODR) Regulations, 2015	Regulation 18(1)	Failure to constitute Audit Committee	National Stock Exchange of India Limited	Clarification sought by NSE vide letter dated 23.02.2025 and penalty imposed vide letter dated 17.03.2025	Non-compliance with the requirement of constitution of audit committee	84,960	Stock Exchange i.e. BSE on 03.04.2025	Company has replied vide letter dated 27.02.2025 and fine paid on 31.03.2025. Filed waiver application with designated Stock Exchange i.e. BSE on 03.04.2025	No further communication in this regard.	-
4.	Constitution of nomination and remuneration committee Regulation 19 of SEBI (LODR) Regulations, 2015	Regulation 19	Failure to constitute Nomination and Remuneration Committee	National Stock Exchange of India Limited	Clarification sought by NSE vide letter dated 23.02.2025 and penalty imposed vide letter dated 17.03.2025	Non-compliance with the requirement of constitution of Nomination and Remuneration Committee	84,960	Stock Exchange i.e. BSE on 03.04.2025	Company has replied vide letter dated 27.02.2025 and fine paid on 31.03.2025. Filed waiver application with designated Stock Exchange i.e. BSE on 03.04.2025	No further communication in this regard.	-
5.	Constitution of stakeholder relationship committee Regulation 20 of SEBI (LODR) Regulations,	Regulation 20	Failure to constitute stakeholder relationship committee	National Stock Exchange of India Limited	Clarification sought by NSE vide letter dated 23.02.2025 and penalty imposed	Non-compliance with the requirement of constitution of stakeholder relationship committee	84,960	Stock Exchange i.e. BSE on 03.04.2025	Company has replied vide letter dated 27.02.2025 and fine paid on 31.03.2025. Filed waiver	No further communication in this regard.	-

2015					vide letter dated 17.03.2025				application with designated Stock Exchange i.e. BSE on 03.04.2025		
6.	Regulation 17(1), 18, 19(1)/19(2), 20(2)/20(2A) of SEBI (LODR) Regulations, 2015	Non-compliance of Regulation 17(1), 17(2A), 18, 19(1)/19(2), 20(2)/20(2A) of SEBI (LODR) Regulations, 2015	Failure to comply various Regulations	BSE Limited	Fine Imposed vide email dated 17.2025	Failure to comply various Regulations	8,03,580/-	Company has filed waiver application on 03.04.2025	No further communication in this regard.	-	
7.	Corporate Governance Report for Quarter ended 31.12.2024	Corporate Governance Report for Quarter ended 31.12.2024	Resolution for change of category of director need to be submitted.	National Stock Exchange of India Limited	Intimation received for copy of Board resolution for change in category of Naresh Sitaram Saboo from ED to NED on 27.02.2025	Resolution needs to be submitted.	NA	Company has provided required resolution to NSE on 03.03.2025.	No further communication in this regard.	-	

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	Management response	Remarks
1.	Corporate Governance Report Regulation 27(2) for the quarter ended December 31.2023.	Regulation 27(2)	Change in Title of Director	National Stock Exchange of India Limited	Clarification sought by NSE vide letter dated 11.01.2024.	Change in Title of JAYESH RASIKLAL GANDH from Mr. in quarter ended September 30, 2023 to Mrs. in the quarter ended December 31, 2023.	NA	Company has replied letter dated 17.01.2024.	No further clarification asked by NSE till the current date regarding this matter.	-

(Signature)