



MR & Associates

COMPANY SECRETARIES
(Peer Reviewed Firm)

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SECRETARIAL COMPLIANCE REPORT
OF
SHALIMAR WIRES INDUSTRIES LIMITED
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026

To,
SHALIMAR WIRES INDUSTRIES LIMITED
25 GANESH CHANDRA AVENUE
KOLKATA - 700013,

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 SHALIMAR WIRES INDUSTRIES LIMITED (hereinafter referred as 'the listed entity'), having its Registered Office at 25 Ganesh Chandra Avenue, Kolkata - 700013. 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 in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2026, 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 SHALIMAR WIRES 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 report,

for the financial year ended on 31st March, 2026("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, guidelines issued thereunder; and
- 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:

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- (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 events 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 was no reportable event during the Financial Year under review.
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable as there was no reportable event during the Financial Year under review.
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as applicable; Not Applicable as there was no reportable event 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;

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: As per Annexure A

(b) The listed entity had taken the following actions to comply with the observations made in previous reports: As per Annexure B

(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 of the Practicing Company Secretary
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	The Company has partially complied with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).
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. 	Yes	The Company is in the process of updating its policies, as applicable, in line with the recent amendments / circulars

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	<ul style="list-style-type: none"> 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. 		issued by the Securities and Exchange Board of India from time to time.
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> The Listed entity is maintaining a functional website. Timely dissemination of the documents/information under a separate section on the website. Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website. 	Yes	<p>The Company is in the process of updating its functional website in line with the recent regulatory changes, as applicable to the Company.</p> <p>The company's web address is given in the website affirmation in the annual corporate governance reports under Regulation 27(2).</p>
4.	Disqualification of Director: None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013.	Yes	-
5.	Details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries.	NA	As informed by the management, the Company does not have any subsidiary company as on 31st March, 2026.
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.	Yes	The performance review and evaluation was done at the Board Meeting held on February 12, 2026 as per the minutes furnished by the Company.
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 NA	The Company had obtained all required approvals as required for related party transactions as per the representation made by the Management.

9.	<p>Disclosure of events or information:</p> <p>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.</p>	Yes	Based on the information provided by the management and to the extent disclosed to us, all material events/ information under Regulation 30 were intimated to the Stock Exchange(s) within the prescribed time, unless otherwise stated elsewhere in this Report, except that intimation regarding revocation of suspension by CSE to be intimated.
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	The Company has established general systems for maintenance of its database
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>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.</p>	Yes	Based on the information provided by the management and to the extent disclosed to us, no actions were taken against the listed entity, its promoters, directors, or subsidiaries by the Securities and Exchange Board of India or the Stock Exchange(s) during the Financial Year 2025-26.
12.	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries</p> <p>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.</p>	NA	There was no such instance of resignation of statutory auditor during the Financial Year 2025-26.
13.	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for all SEBI regulation/circular/guidance note etc. except as reported above.</p>	Yes	No such additional non-compliance observed except that certain disclosures/ intimations required to be made to CSE under the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is under process.

We further, report that the financial results for the quarter ended March 31, 2025 and December 31, 2025 were signed by the Chairman duly authorized by the board of directors in terms of Regulation 33(2)(b) of SEBI (LODR) Regulations 2015.

We further, report that the listed entity is not required to comply with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

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 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, 2026.
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. The audit was conducted in accordance with the Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India (ICSI), involving such examinations and verifications as deemed necessary and adequate for the purpose.
7. This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report to the matters arising during the audit period from April 1, 2025 to March 31, 2026.

Place: Kolkata
Date : 29.05.2026

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024



Urvi Sanghvi

[CS Urvi Sanghvi]
Partner
ACS No: A60185
C P No.:25788

UDIN: A060185H000466602

ANNEXURE A

Sr No.	Compliance Requirement (Regulations/ circulars/ guide-lines 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.	Listed companies must submit disclosures regarding the closure of the trading window in XBRL format within 24 hours of the PDF submission to the Exchange.	BSE circular / Notice No. 20231208-34 dated December 08, 2023	Submission of filings in XBRL mode within 24 hours of pdf filings with Stock Exchange.	-	-	The Company did not submit the XBRL filings with the Stock Exchange within 24 hours of submission of the PDF filings.	-	The Company should ensure timely submission of XBRL filings with the Stock Exchange within the prescribed timeline going forward.	The Company shall take utmost care to ensure compliance with the applicable provisions in future and shall take necessary steps to comply with the same.	-
2.	Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results.	Clause 4 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015	Technical Glitch in Implementation	-	-	Intimation for closure of trading window for the quarter ended March 31, 2025 was submitted to BSE Limited on March 28, 2025 for closure with effect from April 1, 2025. However, due to technical glitches, the same was effected on the portal of Depositories portal after April 1, 2025.	-	The Company had timely submitted the trading window closure intimation to BSE Limited and the subsequent delay in updation on the Depositories portal was technical in nature.	The Company had timely submitted the intimation regarding closure of trading window to BSE Limited on March 28, 2025 for closure with effect from April 1, 2025. However, owing to technical glitches, the same could not be effected on the Depositories portal within the prescribed timeline and was updated subsequently.	-

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3.	Listed companies shall publicize the opening of Special Window for Transfer and Dematerialisation of Physical Securities once every two months during the one-year period.	SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026	Publication in print/social media once every two months during the one-year period is yet to be done	-	-	Publication under process	-	The Company is in the process to make publication in compliance with the applicable regulatory requirements.	The Company is in the process to make publication in compliance with the applicable regulatory requirements.	-
4.	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.	Regulation 47(1) of SEBI (LODR) Regulations, 2015	Technical/Oversight in QR Code Inclusion	-	-	Advertisements pertaining to the Financial Results for the quarters ended June 30, 2025, September 30, 2025 and December 31, 2025 were published; however, the prescribed Quick Response (QR) Code was missed inadvertently.	-	The Company is in the process of implementing necessary measures to ensure inclusion of the prescribed Quick Response (QR) Code in newspaper advertisements published by the Company.	The Company is in the process of implementing necessary measures to ensure inclusion of the prescribed Quick Response (QR) Code in newspaper advertisements published by the Company.	-



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5.	SEBI (Prohibition of Insider Trading) Regulations, 2015 and SEBI Circular on Extension of automated implementation of trading window closure to Immediate Relatives of Designated Persons, on account of declaration of financial results.	Regulation 9 of SEBI ("PIT Regulations") - and SEBI Circular No. SEBI/HO/ISD/ISD-PoD-2/P/CIR/2025/55 dated April 21, 2025	Procedural Delay in updation	-	-	Names of certain immediate relatives were updated belatedly / are under process of updation in the list of Designated Persons maintained for restriction of trading, as required under the applicable provisions.		The name of immediate relatives of Designated Persons for implementation of trading restriction/PAN freezing mechanism was updated lately / under process.	No Trading is done by any of the immediate relatives of the Designated Person during the Closure of Trading Window, as the Company gives notice of trading window closure.	
6.	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.	Regulation 47(1) of SEBI (LODR) Regulations, 2015	Technical/Oversight in QR Code Inclusion	-	-	Advertisements pertaining to the Financial Results for the quarters ended June 30, 2025, September 30, 2025 and December 31, 2025 were published; however, the prescribed Quick Response (QR) Code was missed inadvertently.		The Company is in the process of implementing necessary measures to ensure inclusion of the prescribed Quick Response (QR) Code in newspaper advertisements published by the Company.	The Company is in the process of implementing necessary measures to ensure inclusion of the prescribed Quick Response (QR) Code in newspaper advertisements published by the Company.	

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7.	The Independent Directors of the Company have registered themselves with the Databank maintained by the Indian Institute of Corporate Affairs (IICA)	Pursuant to Rule 6 of The Companies (Appointment and Qualification of Directors) Rules, 2019 ("the Rules") effective from December 01, 2019	The registration of the Independent Directors are still under process	-	-	Registration of the Independent Directors in the Independent Directors' Databank was still under process during the audit period.	-	The Company should ensure timely registration of all Independent Directors in the Independent Directors' Databank in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.	The Company shall take utmost care to ensure compliance with the applicable provisions in future and shall take necessary steps to comply with the same.	-
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Note: This Annexure forms an integral part of the Secretarial Compliance Report of Shalimar Wires Industries Limited for the financial year ended March 31, 2026.

Place: Kolkata
Date : 29.05.2026

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024



Urvi Sanghvi

[CS Urvi Sanghvi]
Partner
ACS No: A60185
C P No.:25788
UDIN: A060185H000466602

ANNEXURE B

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial Compliance report for the years	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 Company had made delayed intimation for closure of trading window for Quarter ended on 31.12.2024 and 31.12.2023	2024-25 & 2023-24	Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results, under Clause 4 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Delayed Intimation for Quarter ended 31.12.2024 and 31.12.2023	The Company has strengthened its internal compliance mechanism to avoid recurrence of such instances in future.	The actions taken by the Company have been noted and are considered adequate to avoid recurrence of such delay in future.
2.	The registrations of the Independent Directors are still under process with the Data bank maintained by the IICA.	2024-25 & 2023-24	The Independent Directors of the Company have registered themselves with the Databank maintained by the Indian Institute of Corporate Affairs (IICA), pursuant to Rule 6 of Companies (Appointment and Qualification of Directors) Rules 2019.("the Rules") effective from December 01, 2019.	The registrations of the Independent Directors are still under process with the Data bank maintained by the IICA.	The registration of the Independent Directors are still under process	This is a continuing default and the registrations of the Independent Directors are still under process with the Data bank maintained by the IICA.
3.	The Company had published an advertisement in the newspaper without containing a Quick Response code and the details of the webpage where complete financial results of the listed	2024-25	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	The Company had published an advertisement of Financial Result for quarter ended 31.12.2024 in the newspaper without	The Company has advised the concerned officials to ensure inclusion of Quick Response Code in future newspaper advertisements of financial results.	This is a continuing default and the Company has assured to ensure compliance with the requirements of Regulation 47(1) of SEBI (LODR)

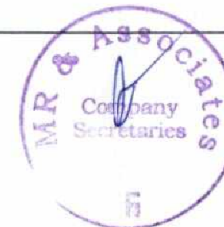
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ANNEXURE B

	entity, as specified in regulation 33.		details of the webpage where complete financial results of the listed entity, under Regulation 47(1) of Securities And Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 effective from December 13, 2024.	containing a Quick Response code.		Regulations, 2015 in future.
4.	Integrated filing (financials) for the Quarter ended on 31.12.2024 is made on 05.03.2025	2024-25	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 as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.	The compliance had been made in pdf form on 05.03.2025 as per the requirement of BSE.	The Company has advised the concerned officials to ensure timely filing of Integrated Filing (Financial) in the prescribed format within the stipulated timeline in future.	The actions taken by the Company have been noted and are considered adequate to ensure timely compliance with the applicable SEBI requirements in future.
5.	The intimation for change in directors of the company considered at the Board Meeting held on 27.05.2024 submitted to the Stock Exchange (s) within 32 minutes and not in the prescribed format.	2024-2025	The disclosure for Change in Directors is required to be submitted to the Stock Exchange within 30 minutes of the conclusion of the Board Meeting. Further, such disclosure should be made along with explanation as per Regulation 30 of SEBI (Listing Regulation and Disclosure Requirement) Regulation 2015 read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13.07.2023.	Delayed Intimation to BSE by 2 minutes & not in the prescribed format.	The Company has advised the concerned officials to ensure timely submission of disclosures to the Stock Exchange(s) in the prescribed format as required under Regulation 30 of SEBI (LODR) Regulations, 2015 in future.	The actions taken by the Company have been noted and are considered adequate to ensure timely and proper compliance with the applicable provisions in future.

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ANNEXURE B

6.	The Company had partially complied with the use of digital signature certification for authentication / certification of filings / submissions made to Stock Exchanges	2024-2025	Circular on use of digital signature certification for authentication / certification of filings / submissions made to Stock Exchanges as per BSE Circular 20220801-24 dated 01.08.2022.	Partially complied with the use of DSC in stock exchange filing during the F.Y 2024-25	The Company has taken necessary steps to ensure use of Digital Signature Certificate (DSC) for authentication/certification of filings and submissions made to the Stock Exchange(s) in compliance with the applicable circulars.	The actions taken by the Company have been noted. The Company is presently complying with the requirements relating to use of DSC for filings/submissions made to the Stock Exchange(s).
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Note: This Annexure forms an integral part of the Secretarial Compliance Report of Shalimar Wires Industries Limited for the financial year ended March 31, 2026.

Place: Kolkata
Date : 29.05.2026

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024



Urvi Sanghvi

[CS Urvi Sanghvi]
Partner
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