

May 30, 2025

To
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
Mumbai – 400 001.

To
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Security Code No. : 505324

Security Symbol : MANUGRAPH
Security Series : EQ

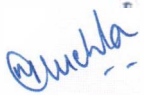
Dear Sir,

Sub.: Annual Secretarial Compliance Report for the year ended March 31, 2025

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; please find enclosed herewith Annual Secretarial Compliance Report for the year ended March 31, 2025 issued by M/s. Bhatt & Associates Company Secretaries LLP.

We request you to take the same on record and disseminate the same for information to the members.

For **Manugraph India Limited**



Mihir Mehta
Company Secretary

Encl.: a/a

MANUGRAPH INDIA LIMITED

Sidhwa House, N. A. Sawant Marg, Colaba, Mumbai 400 005, India.
Tel: 91-22-2287 4815 Fax: 91-22-2287 0702 CIN: L29290MH1972PLC015772
Email: sales@manugraph.com Website: www.manugraph.com



BHATT & ASSOCIATES

COMPANY SECRETARIES LLP

SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

To,

Manugraph India Limited

We have examined:

- a) all the documents and records made available to us and explanation provided by **Manugraph India Limited ("the listed entity")**,
- b) the filings / submissions made by the listed entity to the Stock Exchanges i.e National Stock Exchange of India Limited (NSE) and BSE Limited (BSE),
- 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 March 31, 2025 ("the 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 (the "Listing Regulations");
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – Not Applicable;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



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D / 101, Lata Annexe, Above Axis Bank, W. E. Highway, Borivali (East), Mumbai - 400 066.

Mob. : 98671 51081, 80979 85754 • Telefax : 022 2846 1715

Email : mail@aashishbhatt.in • W. : www.aashishbhatt.in

- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not Applicable;
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – Not Applicable;
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 – Not Applicable;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) other regulations as applicable

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 thereunder, except in respect of matters specified below: - **Refer Annexure A**
- b) The listed entity has taken the following actions to comply with the observations made in previous reports: **Refer Annexure B**
- (c) I hereby report that, during the review period the compliance status of the listed entity with following requirements:

Sr No.	Particulars	Compliance Status (Yes / No / NA)	Observation / Remarks by PCS
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).	Yes	The listed entity has complied with applicable Secretarial Standards as issued by the Institute of Company Secretaries of India (ICSI).
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	Yes	The Board of Directors of the listed entity has adopted applicable policies, which are



	<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 	Yes	in conformity of the SEBI Regulations.
3.	<u>Maintenance and disclosures on 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	The listed entity is maintaining website.
4.	<u>Disqualification of Director:</u> None of the Director of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	None of the Directors of the listed entity are disqualified under Section 164 of Companies Act, 2013.
5.	<u>Details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	The listed entity does not have material subsidiaries at the end of the review period.
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 the Listing Regulations.	Yes	The listed entity has been preserving and maintaining records as per the Policy of Preservation of Documents and Archival policy as prescribed under Regulation 9 of the Listing Regulations.
7.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the	Yes	The listed entity has conducted performance evaluation of the Board,



	Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations		Independent Directors and the Committees during the financial year as prescribed in SEBI Regulations.
8.	<p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) In case no prior approval has been obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.</p>	<p>Yes</p> <p>NA</p>	<p>The listed entity has obtained prior approval from the audit committee for its related party transactions.</p> <p>There were no instances wherein the prior approval for the related party transactions was not obtained.</p>
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the Listing Regulations within the time limits prescribed thereunder.</p>	Yes	The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the Listing Regulations within the time limits prescribed thereunder.
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	The listed entity has complied with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No actions 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</p>	Yes	During the review period, there were no actions against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges



	circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.		(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 on compliance with the provisions of the LODR Regulations by listed entities.	NA	There were no instances of resignation of the statutory auditors for the listed entity.
13.	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.	Yes	During the review period, there were no instances of non-compliances about SEBI regulation/ circular/ guidance note etc.

We further, report that the members of the listed entity have not approved any ESOP Scheme, hence no disclosures are required.

Assumptions & Limitation of scope and review:

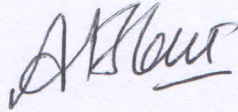
1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the Listing Regulations 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 Bhatt & Associates Company Secretaries LLP

ICSI Unique Code L2025MH018900



Aashish K. Bhatt



Place: Mumbai

ACS No.: 19639, COP No. 7023

Date: 30.05.2025

UDIN: A019639G000500867

Peer Review Certificate No.: 2959/2023

Annexure A

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.	Submission of statement detailing the redressal of investor grievances within 21 days of end of Quarter	Regulation 13(3) of the Listing Regulations	Delay in submission of the Statements by 2 days in BSE	-	-	Submission of the statement beyond 21 days in BSE	-	Delay in submission of the Statements by 2 days with BSE	Noted for future reference	--



Annexure B

Sr. No.	Observations / Remarks of the Practicing Company Secretary in the previous reports (PCS)	Observations made in the secretarial compliance report for the year ended March 31, 2024	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	Delay in compliance with Regulation 30(6)(ii) of the Listing Regulation	Disclosure for reappointment of Mr. Shailesh Shirguppi as Wholetime Director under Regulation 30(6)(ii) of the Listing Regulation was required to be submitted within 12 hours from occurrence of the events	Regulation 30(6)(ii) of the Listing Regulation and SEBI circular SEBI/HO/CFD-1/P/CIR/2023/123 July 13, 2023	Disclosure was submitted after prescribed time.	The Company has taken care of the timely submission of intimations on the Stock exchange	Comp any has taken care of the timely submission of intimations

[Handwritten Signature]

