

Dated: May 18, 2026

To Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Scrip Code: ARSHIYA	To BSE Limited P. J. Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 506074
ISIN: INE968D01022	

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended March 31, 2026 under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to **Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**, (“Listing Regulation”) as amended we hereby submit the Annual Secretarial Compliance Report of **Arshiya Limited (Under Corporate Insolvency Resolution Process)** for the financial year ended **March 31, 2026**.

The said report has been issued by **M/s Loveneet Handa and Associates, Practicing Company Secretaries (Peer Reviewed Firm bearing Certificate No. 5316/2023)**.

Thanking you

Yours Faithfully

For Arshiya Limited
(Under Corporate Insolvency Resolution Process)

Pankaj Mahajan
Resolution Professional
IBBI Registration No: IBBI/IPA-001/IP-P00836/2017-2018/11420
AFA Details: AA1/11420/02/311226/108808 VALID UPTO 31-12-2026

Arshiya Limited

(Under Corporate Insolvency Resolution Process)

Regd. Off.: Arshiya FTWZ,

CO-1, Survey Nos. 178/3 & 178/4, At Post - Sai Village, Taluka - Panvel, District - Raigad, Pin code - 410 221 T: +02143 662800 |

Email: cs.arshiyalimited@gmail.com | www.arshiyalimited.com

CIN: L93000MH1981PLC024747



**ANNUAL SECRETARIAL COMPLIANCE REPORT OF ARSHIYA LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026**

(Pursuant to Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Resolution Professional
ARSHIYA LIMITED (under CIRP)
CIN: L93000MH1981PLC024747
Arshiya FTWZ, CO-1, Survey Nos. 178/3 & 178/4,
At Post - Sai Village, Taluka - Panvel
District - Raigad, Pin code - 410221

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Arshiya Limited** and issued Annual Secretarial Compliance Report ("ASCR") ("the Company"), a company listed on **BSE Limited and the National Stock Exchange of India Limited**, for the financial year ended March 31, 2026, pursuant to Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

Members and stakeholders may note that the **Corporate Insolvency Resolution Process (CIRP)** was initiated against the Company under **Section 7 of the Insolvency and Bankruptcy Code, 2016** pursuant to an application filed by **Punjab National Bank**, being the Financial Creditor, in respect of an alleged default of **Rs. 193,24,35,349.59 (Rupees One Hundred Ninety-Three Crore Twenty-Four Lakh Thirty-Five Thousand Three Hundred Forty-Nine and Fifty-Nine Paise)**, The Company, being the Corporate Guarantor of **Arshiya Northern FTWZ Limited**, became subject to CIRP after the loan account of the said subsidiary was classified as a Non-Performing Asset (NPA). Accordingly, an application for initiation of CIRP against the Company was filed by the Financial Creditor on **August 20, 2019**.

The Hon'ble **National Company Law Tribunal**, Mumbai Bench, vide its order dated **April 23, 2024**, admitted the said application and appointed **Mr. Nitin Vishwanath Panchal (IBBI Registration No. IBBI/IPA-001/IP-P00777/2017-2018/11350)** as the Interim Resolution Professional (IRP). Upon such admission, the management and control of the affairs of the Company vested with the IRP, and all powers of the Board of Directors stood suspended in accordance with the provisions of the Code.

Subsequently, an appeal was preferred before the Hon'ble **National Company Law Appellate Tribunal**, Principal Bench, by a suspended Director of the Company challenging the order of the NCLT. During the proceedings, an interim stay on the constitution of the Committee of Creditors (CoC) was granted; however, upon rejection of the settlement proposals submitted, the Hon'ble NCLAT vacated the interim stay on **July 16, 2024**, permitting continuation of the CIRP.

The Committee of Creditors was thereafter constituted on **July 31, 2024**, and in its meeting held on **August 08, 2024**, the CoC appointed **Mr. Pankaj Mahajan (IBBI Registration No. IBBI/IPA-001/IP-P00836/2017-2018/11420)** as the Resolution Professional (RP) to conduct the CIRP for the remainder of the process period. The CIRP of the Company continues as on the date of this report under the supervision of the CoC and Resolution Professional.

Based on our verification of the listed entity's forms and returns filed and other records maintained and the information provided by the listed entity, its officers, agents and authorized representatives/ Resolution Professional 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, delayed complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

I, Lovneet Handa, Proprietor of Lovneet Handa & Associates, Company Secretaries, have limited examined:

- (a) all the documents and records made available to us and explanation provided by **ARSHIYA 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 financial year ended March 31, 2026 (“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 during the period 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 during the period under review**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the period under review**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable during the period under review**

- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the period under review**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;
- (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009. **Not Applicable during the period under review.**

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 thereunder, except in respect of matters specified below:

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.	Reconciliation of Share Capital Audit Report within 30 days from the end of the following Quarter June 30, 2025, September 30, 2025, December 31, 2025	Reconciliation of Share Capital Audit Report (Pursuant to Regulation 76 of The SEBI (Depositories and Participants) Regulations, 2018.	The Company has not Filed Reconciliation of Share Capital Audit Report within 30 days from the end of the following Quarter June 30, 2025, September 30, 2025, December 31, 2025.	-	-	The Company has not Filed Reconciliation of Share Capital Audit Report within 30 days from the end of the following Quarter June 30, 2025, September 30, 2025, December 31, 2025.	-	The Company has not Filed Reconciliation of Share Capital Audit Report within 30 days from the end of the following Quarter June 30, 2025, September 30, 2025, December 31, 2025.	Arshiya Limited is currently undergoing the Corporate Insolvency Resolution Process ("CIRP"), initiated on April 23, 2024, under Section 7 of the Insolvency and Bankruptcy Code, 2016. We regret the delay in submitting the required reports and filings to the Stock Exchanges, which was due to the ongoing CIRP and related administrative constraints and limitations	

									during the said period. The Company has duly complied with the said requirements as on date.
2.	The Company has not submitted Certificate under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended on June 30, 2025, September 30, 2025, December 31, 2025, within the specified time framework prescribed under the regulation.	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018.	The Company has not submitted the Certificate received from RTA under 74(5) of SEBI (Depositories and Participants) Regulations, 2018.	-	-	The Company has not submitted the Certificate received from RTA under 74(5) of SEBI (Depositories and Participants) Regulations, 2018.	-	The Company has not submitted the Certificate received from RTA under 74(5) of SEBI (Depositories and Participants) Regulations, 2018.	Due to financial constraints during the CIRP period, the Company was unable to clear the dues payable to the Registrar and Transfer Agent (RTA) on time, which resulted in non-availability of requisite data for said compliance purposes. However, the Company has now paid all outstanding dues to the RTA, and upon receipt of the necessary data and confirmations, has substantially completed pending filings with the stock exchanges.
3.	The Company has not filed corporate governance report under regulation 27 of the SEBI (LODR) Regulations, 2015, within 30 days from the end of the Quarter ended June 30, 2025, September 30, 2025, December 31, 2025.	Regulation 27 of the SEBI (LODR) Regulations, 2015, corporate governance requirements.	The Company has not filed corporate governance report under regulation 27 of the SEBI (LODR) Regulations, 2015, within 30 days from the end of the Quarter ended June 30, 2025, September 30, 2025, December 31, 2025.	-	-	The Company has not filed corporate governance report under regulation 27 of the SEBI (LODR) Regulations, 2015, within 30 days from the end of the Quarter ended June 30, 2025, September 30, 2025, December 31, 2025..	-	The Company has not filed corporate governance report under regulation 27 of the SEBI (LODR) Regulations, 2015, within 30 days from the end of the Quarter ended June 30, 2025,	Due to financial constraints during the CIRP period, the Company was unable to clear the dues payable to the Registrar and Transfer Agent (RTA) on time, which resulted in non-availability of requisite data for said compliance purposes. However, the Company has now paid all outstanding dues to the RTA, and

	September 30, 2025, December 31, 2025.							September 30, 2025, December 31, 2025.	upon receipt of the necessary data and confirmations, has substantially completed pending filings with the stock exchanges.
4.	The Company has not complied with Regulation 31 of the SEBI (LODR) Regulations, 2015, as it did not submit the shareholding pattern within 30 days from the end of the quarter June 30, 2025, September 30, 2025, December 31, 2025	Regulation 31 of the SEBI (LODR) Regulations, 2015, holding of specified securities and shareholding pattern	The Company has not complied with Regulation 31 of the SEBI (LODR) Regulations, 2015, as it did not submit the shareholding pattern within 30 days from the end of the quarter June 30, 2025, September 30, 2025, December 31, 2025.	Stock Exchange	Fine	The Company has not complied with Regulation 31 of the SEBI (LODR) Regulations, 2015, as it did not submit the shareholding pattern within 30 days from the end of the quarter June 30, 2025, September 30, 2025, December 31, 2025.	17,24,000	The Company has not complied with Regulation 31 of the SEBI (LODR) Regulations, 2015, as it did not submit the shareholding pattern within 30 days from the end of the quarter June 30, 2025, September 30, 2025, December 31, 2025.	Due to financial constraints during the CIRP period, the Company was unable to clear the dues payable to the Registrar and Transfer Agent (RTA) on time, which resulted in non-availability of requisite data for said compliance purposes. However, the Company has now paid all outstanding dues to the RTA, and upon receipt of the necessary data and confirmations, has substantially completed pending filings with the stock exchanges.
5.	The Company has not complied with Regulation 33 of the SEBI (LODR) Regulations, 2015, as it did not submit the financial results within 45	Regulation 33 of the SEBI (LODR) Regulations, 2015, Filing of Financial results	The Company has not complied with Regulation 33 of the SEBI (LODR) Regulations, 2015, as it did not submit the financial results within 45 days from	Stock Exchange	Fine	The Company has not complied with Regulation 33 of the SEBI (LODR) Regulations, 2015, as it did not submit the financial results within 45	48,35,000	The Company has not complied with Regulation 33 of the SEBI (LODR) Regulations, 2015, as it did not submit the financial results within 45	Certain Subsidiary company(ies) are also undergoing CIRP and have not finalized their financial statements due to related their CIRP constraints, imitations, In the absence of complete and financial data, the preparation

	days from the end of the quarter (other than the last quarter) and within 60 days from the end of the last quarter, for the following quarter June 30, 2025, September 30, 2025, December 31, 2025, March 31, 2026.		the end of the quarter (other than the last quarter) and within 60 days from the end of the last quarter, for the following quarter June 30, 2025, September 30, 2025, December 31, 2025, March 31, 2026.			days from the end of the quarter (other than the last quarter) and within 60 days from the end of the last quarter, for the following quarter June 30, 2025, September 30, 2025, December 31, 2025, March 31, 2026.		days from the end of the quarter (other than the last quarter) and within 60 days from the end of the last quarter, for the following quarter June 30, 2025, September 30, 2025, December 31, 2025, March 31, 2026.	of Standalone and Consolidated Financial Results could be prepared in accordance with said Regulation for Quarter.
6.	Regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading) 2015.	Regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading) 2015.	The Company has not complied with the provisions of the Regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading) 2015.	-	-	The Company has not complied with the provisions of the Regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading) 2015.	-	The Company has not complied with the provisions of the Regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading) 2015.	

The Company is under the Corporate Insolvency Resolution Process (CIRP) during the period under review, pursuant to which the management and control of the affairs of the Company vested with the Resolution Professional. Owing to the CIRP and the resultant administrative and procedural constraints, Limitations the Company was not able to comply with certain regulatory requirements with the applicable provisions of the Companies Act, 2013 and regulations of SEBI, and other applicable act, within the prescribed timelines. Consequently, notices/communications were received from the stock exchanges through emails and exchange communications in respect of the said non filings.

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

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	Re- marks
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The Company has cleared the outstanding dues of the Registrar and Transfer Agent (RTA). Pursuant thereto, the RTA has provided the requisite data to the Company's appointed Secretarial Team. Based on such data, the Secretarial Team has completed the pending compliances that could not be undertaken earlier due to the unavailability of RTA data. Accordingly, the Company has, as on date, duly complied with such requirements.

(c) I/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	<p>Secretarial Standards</p> <p>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.</p>	N.A.	<p>As on date, the Company is undergoing Corporate Insolvency Resolution Process ("CIRP") pursuant to the NCLT order dated 23rd April, 2024, passed by the Hon'ble National Company Law Tribunal, Mumbai Bench, in C.P. (IB) No.3143//MB/2019 filed by Punjab National Bank (PNB), under Section 7 of the Insolvency and Bankruptcy Code, 2016. The Company provided corporate guarantee to PNB for loan availed by a subsidiary i.e. Arshiya Northern FTWZ Limited. Pursuant the commencement of the CIRP, the Powers of Board and its committee has been suspended and these powers are now vested with Pankaj Mahajan in the capacity as the Resolution Professional as per the Section 17 of the Code.</p> <p>Further as per Regulation 15 (2A), (2) the provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity which is undergoing corporate insolvency resolution process under the Insolvency Code.</p>

		<p>Provided further that such listed entity shall ensure compliance with regulation 17 within a period of three months of approval of resolution plan under section 31 of the Insolvency Code.</p> <p>As on date, the resolution plan of the Company is not approved.</p> <p>However, the Company has duly complied with the SS-II, in respect of General Meeting.</p>
2	<p>Adoption and timely updating of the Policies:</p> <p>i. All applicable policies under SEBI regulations are adopted with the approval of board of directors of the listed entities.</p> <p>ii. 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.</p>	<p>Yes</p> <p>i) The Company has adopted various policies as mandated under the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable SEBI regulations, which were originally approved by the Board of Directors prior to the commencement of the Corporate Insolvency Resolution Process (CIRP).</p> <p>ii) During the period under review, pursuant to the initiation of CIRP on April 23, 2024, the powers of the Board of Directors stood suspended and the management of the affairs of the Company vested with the Resolution Professional. In view thereof, the review, amendment and updating of policies which ordinarily require approval of the Board of Directors could not be undertaken in the usual manner.</p> <p>Accordingly, while the existing policies continued to remain in force during the CIRP period, any requirement for review or updation of such policies could not be carried out within the prescribed timelines, owing to the statutory and procedural constraints arising from the CIRP.</p>

3	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> a) The Listed entity is maintaining a functional website b) Timely dissemination of the documents/ information under separate section on the website c) 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	<ul style="list-style-type: none"> a. During the period, the Company had not maintained its functional websites, however, as on date, the listed entity is maintaining a functional website and has made substantially requisite disclosures in compliance with the SEBI (LODR) Regulations and the Insolvency and Bankruptcy Code, 2016. b. However, during the financial year 2025–26, the Company was undergoing the Corporate Insolvency Resolution Process (CIRP), due to which it was unable to ensure the timely dissemination and periodic updating of disclosures, including quarterly compliances and other information required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on its website. As on date, the Company has substantially updated its website with the requisite information required under the SEBI LODR Regulations and the Insolvency and Bankruptcy Code, 2016. c. Yes, the web link provided in the corporate governance reports under Regulation 27(2) are accurate.
4	<p>Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	NA	<p>During the period under review, the Company is under the Corporate Insolvency Resolution Process (CIRP) in terms of the Insolvency and Bankruptcy Code, 2016, during which the powers of the Board of Directors stood suspended and were exercised by the Resolution Professional. Accordingly, the provisions relating to disqualification of directors under Sections 164, 165 and 167 of the Companies Act, 2013 were not applicable to the suspended Board.</p> <p>Further as per Regulation 15 (2A), (2B) the provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed</p>

			entity which is undergoing corporate insolvency resolution process under the Insolvency Code.
5	<p>Details related to Subsidiaries of listed entities have been examined w.r.t:</p> <p>a. Identification of material subsidiary companies</p> <p>b. Disclosure requirement of material as well as other subsidiaries</p>	No	<p>During the period under review:</p> <p>(a) The identification of material subsidiary(ies), as defined under Regulation 16(1)(c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is required to be carried out based on the income or net worth of the subsidiary in comparison with the consolidated income or net worth of the listed entity for the immediately preceding financial year.</p> <p>However, in view of the ongoing Corporate Insolvency Resolution Process (CIRP) in respect of certain subsidiary company(ies) and non-availability of requisite financial and operational data, the Company was not in a position to prepare consolidated financial information, and consequently, the determination of material subsidiary(ies) could not be carried out during the financial year under review.</p> <p>(b) Accordingly, disclosures relating to material subsidiary(ies), to the extent applicable, could not be verified / determined, based on the records and information made available to us at the time of audit.</p>
6	<p>Preservation of Documents:</p> <p>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.</p>	Yes	<p>The Company has adopted a Policy for Preservation of Documents and Archival Policy in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>However, during the period under review, the Company is under the Corporate Insolvency Resolution Process (CIRP) and the management and control of the affairs of the</p>

			<p>Company vested with the Resolution Professional.</p> <p>In view thereof, complete access to and availability of all records prescribed under SEBI Regulations could not be ensured at the time of audit, and our verification of preservation, maintenance and disposal of records has been restricted to the records made available to us.</p>
7	<p>Performance Evaluation:</p> <p>The listed entity has conducted 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.</p>	NA	<p>During the period under review, the Company was under the Corporate Insolvency Resolution Process (CIRP) and the powers of the Board of Directors and its Committees stood suspended in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016.</p> <p>Further as per Regulation 15 (2A), (2B) the provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity which is undergoing corporate insolvency resolution process under the Insolvency Code.</p> <p>In view of the above, performance evaluation of the Board of Directors, Independent Directors and Committees, as prescribed under the SEBI Regulations, is not applicable during the period under review.</p>
8	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p>	NA	<p>During the period under review, the Company is undergoing the Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016. In terms of Sections 17 and 23 of the Code, the powers of the Board of Directors stood suspended and were being exercised by the Resolution Professional. Consequently, the powers of all Committees of the Board, including the Audit Committee, were also not applicable. Accordingly, prior approval or ratification of Related Party Transactions (RPTs), as ordinarily required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,</p>

		<p>could not be obtained from the Audit Committee during the period under review.</p> <p>However, in compliance with Section 28(1)(f) of the Insolvency and Bankruptcy Code, 2016, any Related Party Transactions undertaken during the CIRP period were placed before and approved by the Committee of Creditors (CoC) in its duly convened meetings. Such transactions were carried out under the supervision of the RP and with the requisite approval of the CoC, in accordance with the applicable provisions of the Code.</p>
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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 limit prescribed thereunder</p>	YES	<p>It is noted that, subsequent to April 23, 2024, the Company was under the Corporate Insolvency Resolution Process (CIRP), and certain delays, inconsistencies and procedural gaps in filings are noted due to CIRP administrative constraints and limitations arising during the CIRP period.</p>
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>	No	<p>During the financial year 2025-26, the Company is under the Corporate Insolvency Resolution Process (CIRP). The Structured Digital Database (SDD) was not maintained / made available for verification during the period under review, and the Company was not in a position to demonstrate compliance with Regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>
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 except as provided under separate paragraph herein.</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	Yes	<p>During the period under review, the Company was under the Corporate Insolvency Resolution Process (CIRP), due to which routine and periodic compliances under the SEBI/ROC Regulations could not be carried out in the usual manner. As a result, the Company received notices / communications from the stock exchanges and monetary fines were levied for certain non-compliances.</p> <p>the Company took the necessary corrective actions and, as on date, has substantially complied with the pending compliances that could not be completed earlier due to the constraints and limitations arising from</p>

			<p>the CIRP process.</p> <p>Except as stated above and elsewhere in this report, no other final enforcement action has been taken against the Company by SEBI or the stock exchanges during the period under review</p>
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	<p>During the period under review there is no resignation of statutory auditor from the listed entity or its material subsidiaries.</p>
13.	<p>Additional non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	NO	<p>It is noted that during the period under review, the Company was undergoing the Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016. Accordingly, the scope of our verification has been restricted to the extent of records, information, and documents made available to us. Due to the initiation and continuation of the CIRP, the Company was unable to comply with certain Stock Exchange/ROC filings that became due during the CIRP period.</p> <p>Further, owing to financial constraints during the CIRP period, the Company could not make timely payments to the Registrar and Transfer Agent (RTA), as a result of which the RTA was unable to provide the requisite data and confirmations necessary for completing certain statutory and regulatory compliances. Consequently, certain routine compliances under the SEBI (Listing Obligations and Disclosure</p>

		<p>Requirements) Regulations, 2015, including filings with the Stock Exchanges, website disclosures, and other compliance-related submissions, could not be adhered to within the prescribed timelines.</p> <p>However, as on the date of this Report, the Company has cleared all outstanding dues payable to the RTA. Pursuant to receipt of the requisite data and confirmations from the RTA, the Company has completed Substantially pending Stock Exchange filings and related compliances. The Company has also Substantially updated its website.</p>
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**FOR M/S LOVENEET HANDA AND ASSOCIATES
COMPANY SECRETARIES IN PRACTICE
PEER REVIEWED CERTIFICATE NO. 5316/2023**



**FCS LOVENEET HANDA
COMPANY SECRETARY
PROPRIETOR
MEMBERSHIP NO.: 9055
COP: 10753
UDIN: F009055H000299004**

DATE: May 7, 2026.

PLACE: DELHI

“Annexure to Annual Secretarial Compliance Report”

**To,
The Resolution Professional
ARSHIYA LIMITED (under CIRP)
CIN: L93000MH1981PLC024747
Arshiya FTWZ, CO-1, Survey Nos. 178/3 & 178/4,
At Post - Sai Village, Taluka – Pannel,
District - Raigad, Pin code – 410221**

Our Certificate on the Annual Secretarial Compliance Report under regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), 2015 of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management including board of Directors and Compliance Officer of the Company/Resolution Professional, our examination of test check basis was limited to the procedures followed by the company for ensuring compliance with the SEBI regulations. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in the Annual Secretarial Compliance Report for the Financial Year ended on March 31, 2026. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management/Resolution Professional, My examination was limited to the verification of procedures on test basis.

**FOR M/S LOVENEET HANDA AND ASSOCIATES
COMPANY SECRETARIES
PEER REVIEWED CERTIFICATE NO. 5316/2023**



**FCS LOVENEET HANDA
COMPANY SECRETARY
PROPRIETOR
MEMBERSHIP NO.: 9055
COP: 10753
UDIN: F009055H000299004**

**DATE: May 7, 2026.
PLACE: DELHI**