

TECHNO ELECTRIC & ENGINEERING COMPANY LIMITED

415/2, MEHRAULI GURGAON ROAD,

4TH FLOOR, SECTOR 14, BASAI ROAD,

GURGAON-122101, HARYANA

SECRETARIAL COMPLIANCE REPORT

FOR THE FINANCIAL YEAR ENDED

31ST MARCH, 2026

BABU LAL PATNI

COMPANY SECRETARY

51, NALINI SETT ROAD

5TH FLOOR, ROOM NO-19

KOLKATA-700007

**BABULAL PATNI
COMPANY SECRETARY**

**51, NALINI SETT ROAD
5TH FLOOR, ROOM NO 19
KOLKATA - 700007
Mob. No.: 9831066217
MAIL ID: patnibl@yahoo.com**

Secretarial Compliance Report of **M/s. Techno Electric & Engineering Company Limited** having CIN: L40108HR2005PLC142826 for the year ended **31st March, 2026**.

I Babu Lal Patni, Company Secretary in Practice have examined:

- (a) All the documents and records made available to me and explanation provided to me by **Techno Electric & Engineering Company Limited** (“the listed entity”),
- (b) The filings/submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed entity,

And any other document/filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2026 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 issues thereunder, have been examined, include:-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (d) * The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (e) * The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) * The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients;
- (g) * The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (h) * The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(j) The Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;

* No event took place under these regulations during the period under review.

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

(a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issues thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ Circulars/ guidelines including specific clause)	Regulation/ Circulars No.	Deviations	Action Taken by	Type of Action Advisory/ clarification/ fine/ Show Cause Notice/Warning etc.	Detail of Violation	Fine Amount	Observations/ Remark of the Practicing Company Secretary	Management response	Remarks
1	SEBI (LODR) Regulations, 2015	Regulation 23(9)	Delay in filing of related Party Transaction	NSE	Fine Imposed	Delay in filing of related Party Transaction	Rs. 5000 plus GST	The Company had filed Application for Waiver of Fine on 18.12.2025. Vide letter dated 11.03.2026 NSE has Waived the Fine.	The Company had filed Application for Waiver of Fine on 18.12.2025. Vide letter dated 11.03.2026 NSE has Waived the Fine.	-

2	SEBI (LODR) Regulations, 2015	Regulation 17(1) (A)	Appointment of Non-executive Director having age above 75 years without shareholders' approval	NSE and BSE	Fine imposed	Appointment of Non-executive Director or having age above 75 years without shareholders' approval	Rs. 88000 + GST by each Stock Exchange	The Company is of opinion that there is no violation and has applied for waiver of fine on 03.04.2025 to both Stock Exchange	There was no violation of Regulation 17 (1) (A) of SEBI LODR as alleged, because the non-Executive Director was appointed by the Board as an Additional Director, subject to approval of Shareholders for which Shareholders approval was obtained through Special Resolution well within stipulated time. Application for Waiver has been filed on 03.04.2025 to both Stock Exchange, which has been rejected by BSE vide E-Mail dated 22.04.2026. The Company is in process of filing an Appeal with the Appellate Tribunal in the matter.	-
---	-------------------------------	----------------------	--	-------------	--------------	---	--	--	--	---

(a) The listed entity has taken the following action to comply with the observation made in previous report:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports	Observations made in the Secretarial Compliance report for the year ended 31.03.2025	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
NIL					

I 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*
1.	<u>Secretarial Standard:</u> The compliances of listed entities 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	-
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 Yes	- -
3.	<u>Maintenance and disclosures on Website:</u> • 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 Yes Yes	- - -
4.	<u>Disqualification of Director:</u> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-

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.	YES YES	- -
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	-
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/during the financial year as prescribed in SEBI Regulations.	YES	-
8	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (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.	YES NA	- Prior approval of Audit Committee has been obtained for Related Party Transaction.
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	-
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	-
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> 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 (**).	YES	-

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 the listed entities.	NA	There was no resignation of Auditors during the year.
13	<u>Additional Non-compliances, if any:</u> Any additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	There is no additional non-compliance observed for any SEBI regulation/circular/guidance note etc.

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

-- NA

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 SEBI (LODR) 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: Kolkata

Date: 20th May, 2026

Signature

Name of the Company

Secretary in Practice

FCS

C.P. No.

UDIN

P. R. No.

: BABU LAL PATNI
Digitally signed by
BABU LAL PATNI
Date: 2026.05.20
15:33:04 +05'30'

: BABU LAL PATNI

: 2304

: 1321

: F002304H000412329

: 7718/2026