

Sec/Steels/005/FY 2026-27

Date: 20/05/2026

**The Secretary**  
**BSE Limited**  
New Trading Wing,  
Rotunda Building,  
PJ Tower, Dalal Street,  
Mumbai- 400001  
Scrip code: 539044

**The Manager**  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block "G"  
5<sup>th</sup> floor, Bandra Kurla Complex,  
Bandra East,  
Mumbai- 400051  
Symbol: MANAKSTEEL

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report**

Please find enclosed the Annual Secretarial Compliance Report of Manaksia Steels Limited, dated 14<sup>th</sup> May, 2026 for the year ended 31<sup>st</sup> March, 2026, certified by Bajaj Todi & Associates, Practising Company Secretaries.

This Report has been issued pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026.

This is for your information and record.

Thanking you,

Yours faithfully,

**For Manaksia Steels Limited**

**Ajay Sharma**  
Company Secretary

*Encl.: as above*

# BAJAJ TODI & ASSOCIATES

Practising Company Secretaries

225D, A. J. C. Bose Road  
Kolkata -700020, West Bengal, India  
Tel: +91 33 22809045 Email: ps@bajajtodi.in

## Secretarial Compliance Report of Manaksia Steels Limited for the year ended 31<sup>st</sup> March, 2026

*[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026]*

To,  
**Manaksia Steels Limited**  
Turner Morrison Building,  
6 Lyons Range, 1<sup>st</sup> Floor,  
Kolkata – 700001

I, Priti Todi, Partner of Bajaj Todi & Associates, Practising Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by **Manaksia Steels 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(s)/ filing(s), as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 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: -

Sr. No.	Regulation	Applicability during the period under review (Yes/No)
a.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes
b.	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018	No
c.	Securities and Exchange Board of India (Substantial Acquisition of Shares and	Yes



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	Takeovers) Regulations, 2011	
d.	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018	No
e.	Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	No
f.	Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021	No
g.	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Yes
h.	Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018	Yes
i.	Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021	No
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	Yes

and circulars/ guidelines issued thereunder;

Based on the above examination, we hereby report that, during the Review Period:

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 Practising Company Secretary	Management Response	Remarks
					Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning, etc.					
NOT APPLICABLE										

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

Sr. No.	Observations/ Remarks of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 <sup>st</sup> March, 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	Comments of the PCS on the actions taken by the listed entity



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1.	Alleged Non-compliance with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 pertaining to appointment of Non-Executive Independent Director who has attained the age of 75 years.	Alleged Non-compliance with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 pertaining to appointment of Non-Executive Independent Director who has attained the age of 75 years.	Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements), 2015	A fine of Rs. 1,51,040/- each was imposed by BSE Limited and National Stock Exchange of India Ltd. ("Stock Exchanges") vide their email dated 21 <sup>st</sup> November, 2024 in relation to non-compliance with Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements), 2015 pertaining to appointment of Non-Executive Independent Director who has attained the age of 75 years.	The Company had filed a waiver application with both the Stock Exchanges against the fine imposed on 2 <sup>nd</sup> December, 2024. However, BSE Limited and National Stock Exchange of India Ltd. has rejected the said application vide their email dated 26 <sup>th</sup> February, 2026 and 10 <sup>th</sup> April, 2026 respectively. Accordingly, the Company has paid the fine to BSE Limited on 6 <sup>th</sup> March, 2026 and National Stock Exchange of India Ltd. on 16 <sup>th</sup> April, 2026.	The Company has taken the approval of shareholders in the immediate next general meeting of the Company through a special resolution, on 18 <sup>th</sup> September, 2024 which was within a time period of three months from the said appointment. However, on rejection of the waiver application by the Stock Exchanges, the Company has paid the fine amount to both the Stock Exchanges.

(b) I/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*
1.	<b><u>Secretarial Standards:</u></b> 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	Nil



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2.	<b><u>Adoption and timely updation of the Policies:</u></b> <ul style="list-style-type: none"><li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li><li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li></ul>	Yes	Nil
3.	<b><u>Maintenance and disclosures on Website:</u></b> <ul style="list-style-type: none"><li>• The Listed entity is maintaining a functional website.</li><li>• Timely dissemination of the documents/ information under a separate section on the website.</li><li>• 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.</li></ul>	Yes	Nil
4.	<b><u>Disqualification of Director:</u></b> <p>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>	Yes	Nil
5.	<b><u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u></b> <ul style="list-style-type: none"><li>a) Identification of material subsidiary companies;</li><li>b) Disclosure requirement of material as well as other subsidiaries.</li></ul>	Yes	Nil
6.	<b><u>Preservation of Documents:</u></b> <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	Nil
7.	<b><u>Performance Evaluation:</u></b> <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>	Yes	Nil
8.	<b><u>Related Party Transactions:</u></b> <ul style="list-style-type: none"><li>a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</li><li>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</li></ul>	Yes	Nil



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	prior approval has been obtained.		
9.	<b><u>Disclosure of events or information:</u></b> 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	Nil
10.	<b><u>Prohibition of Insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
11.	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b> 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.	Yes	No action has been taken during the year under review.
12.	<b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></b> 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 SEBI LODR Regulations, 2015 by listed entities.	N.A.	There was no resignation of statutory auditors from the Company or its material subsidiary during the year under review.
13.	<b><u>No additional non-compliances observed:</u></b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	None observed during the year under review.



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For Bajaj Todi & Associates



(Priti Todi)  
Partner  
C.P. No.: 7270, ACS: 14611  
UDIN: A014611H000365742

Place: Kolkata  
Date: 14 May 2026

