

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY IN PRACTICE

C.P. No. : 4181

**SECRETARIAL COMPLIANCE REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026**

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the Purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
M/s THANGA MAYIL JEWELLERY LIMITED,
124, NETHAJI ROAD,
MADURAI - 625 001

CIN of Company : L36911TN2000PLC044514
Authorised Capital : 35,00,00,000/-
Paid up Capital : 31,08,20,210/-

I have conducted the Secretarial Compliance Audit of the applicable SEBI (Securities and Exchange Board of India) Regulations and the circulars/guidelines issued thereunder for the Financial Year ended 31st March 2026 for **M/s THANGA MAYIL JEWELLERY LIMITED**. The audit was conducted in a manner that provided me with a reasonable basis for evaluating the statutory compliances and expressing my opinion thereto.

I have examined:

- (a) all the documents and records made available to me and explanation provided by **M/S THANGA MAYIL JEWELLERY LIMITED**, 124, Nethaji Road, Madurai - 625 001.
- (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 year ended 31st March, 2026 in respect of compliance with the provisions of

- (i) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");



- (iii) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) and the circulars/guidelines issued there under, have been examined :-
- (a) The Provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (b) The Provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said regulations;
 - (d) The Provisions of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; were not applicable during the review period;
 - (e) The Provisions of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (f) The Provisions of Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (g) The Provisions of Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 were not applicable during the review period;
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 including the provisions with regard to disclosure and maintenance of records required under the said Regulations;
 - (i) The Provisions of Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations 1993;
 - (j) The Provisions of Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016 were not applicable during the review period;
 - (k) The Provisions of Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;



(l) The Provisions of Securities and Exchange Board of India (Depository Participant) Regulations, 2018;

(m) And any other regulations as applicable. And circulars/guidelines issued there under.

I further report that

The Company has complied with the requirements of Structural Digital Data Base in terms of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 including various Circulars issued by SEBI

Based on my examination and verification of the Documents and records produced to me and according to the information and explanations given to me by the company, I hereby report that:-

(a) The Company 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
-NOT APPLICABLE-										

(b) The Company 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	Remarks
- NOT APPLICABLE -										



(c) we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sl.No	Particulars	Compliance Status (Yes/No/NA)	Observation/Remarks by PCS*
1	<u>Secretarial Standard</u> The compliances of listed Company are in accordance with the Auditing Standards issued by ICSI, namely CSAS-1 to CSAS-3	Yes	-
2	Adoption and timely updation of the Policies: (a) All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Company (b) 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	Maintenance and disclosures on Website: (a) The Company is maintaining a functional website (b) 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 redirects to the relevant document(s)/ section of the website	Yes Yes Yes	- - -
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	-



Sl.No	Particulars	Compliance Status (Yes/No/NA)	Observation/Remarks by PCS*
5	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA NA	There is no such event during the year under review
6	Preservation of Documents: The Company 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 Company has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	-
8	Related Party Transactions: (a) The Company 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	- There is no such event during the year under review
9	Disclosure of events or information: The Company has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.	Yes	-
10	Prohibition of Insider Trading: The Company is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	-



Sl.No	Particulars	Compliance Status (Yes/No/NA)	Observation/Remarks by PCS*
11	Actions taken by SEBI or Stock Exchange(s), if any: No Actions 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 there under	NA	There is no such event during the year under review
12	Resignation of statutory auditors from the listed entity or its material subsidiaries: 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 is no such event during the year under review
13	No Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	NA	There is no such event during the year under review
14	The listed entity to comply with the following requirements for disclosure of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the LODR: a) The scheme document shall be uploaded on the website of the listed entity after obtaining shareholder approval as required under SEBI (SBEB) Regulations, 2021	NA	The company does not have any employee stock option scheme.



	<p>b) The documents uploaded on the website shall mandatorily have minimum information to be disclosed to shareholders as per SEBI (SBEB) Regulations, 2021.</p> <p>c) The rationale for redacting information from the documents and the justification as to how such redacted information would affect competitive position or reveal commercial secrets of the listed entity shall be placed before the board of directors for consideration and approval.</p>		
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*Observations/ Remarks by PCS are mandatory if the Compliance status is provided as 'No' or '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 certify 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 Accounts of the listed entity.
4. 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.



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5. It is the responsibility of the Company's management to maintain records and establish appropriate systems for ensuring compliance with applicable SEBI Regulations, circulars, and guidelines issued from time to time and to ensure the adequacy and operational effectiveness of such systems.
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.



S.MUTHURAJU
(Practicing Company Secretary)

Proprietor

ACS NO: 8825; CP NO: 4181

PEER REVIEW NO: I2001TN245000

UDIN: A008825H000216692



Place: MADURAI

Date: 28.04.2026

S. MUTHURAJU, B.Sc., FCA., ACS.,
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