



Refer: MSL/BSE/NSE/

22 May, 2025

BSE Limited
25th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code: **523371**

National Stock Exchange of India Ltd
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai 400 051
Scrip Code: **MAWANASUG**

**Sub : Submission of Annual Secretarial Compliance
Report for the Year ended 31st March, 2025**

Dear Sir,

In Compliance with the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of Annual Secretarial Compliance Report for the year ended 31st March, 2025 issued by M/s. Nirbhay Kumar & Associates, Company Secretaries.

Thanking you,

Yours faithfully,
For **Mawana Sugars Limited**

(ASHOK KUMAR SHUKLA)
COMPANY SECRETARY
Encl : As Above

MAWANA SUGARS LIMITED

CIN : L74100DL1961PLC003413

Corporate Office:

Plot No. 03, Institutional Area
Sector-32, Gurugram-122 001 (India)
T 91-124-4298000 F 91-124-4298300

Registered Office:

5th Floor, Kirti Mahal, 19, Rajendra Place
New Delhi-110125 (India)
T 91-11-25739103 F 91-11-25743659

E corporate@mawanasugars.com
www.mawanasugars.com





NIRBHAY KUMAR & ASSOCIATES

J 22, FLAT No. 11, RAMA PARK ROAD, MOHAN GARDEN, UTTAM NAGAR, NEW DELHI – 110059

E-mail – nirbhaykumar77@gmail.com Mobile - 9868717020

ANNUAL SECRETARIAL COMPLIANCE REPORT

Secretarial Compliance Report of Mawana Sugars Limited for the financial year ended 31st March 2025

To,

The Board of Directors
Mawana Sugars Limited

Registered Office

05th Floor, Kirti Mahal
19, Rajendra Place, New Delhi – 110125

We, Nirbhay Kumar & Associates, have examined:

- (a)** all the documents and records made available to us, and explanation provided by M/s Mawana Sugars 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 year ended March 31, 2025 ("Review Period") in respect of compliance with the provisions of;
- (e)** Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (f)** 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;
- (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;
- (e)** Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f)** Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g)** Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) (other regulations as applicable) and circulars/ guidelines issued thereunder

I (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/ Penalty Amount	Observations /Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
1.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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

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...	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.	Nil	Nil	Nil	Nil	Nil	Nil

II. 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)	Observation s/ Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	

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2.	Adoption and timely up-dation of the Policies: • 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 have been reviewed & updated on time, as per the regulations/ circulars/guidelines issued by SEBI.	Yes Yes	
3.	Maintenance and disclosures on Website: • 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.	Disqualification of Director(s): None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
5.	Details related to subsidiaries of listed entities have been examined w. r. t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	NA	During the period under review, there were no material subsidiary of the Company.
6.	Preservation of Documents: 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	

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7.	Performance Evaluation: 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.	Related Party Transactions: (a) The listed entity 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 Yes	

9.	Disclosure of events or information: 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.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: SEBI vide its order No. or QJA/GR/IVD/IDIS/31199/2024-25 dated 18.02.2025 passed an Order under Section 11(1), 11B(i) read with Section 28B(2)(b) of the SEBI Act, 1992 in the name of Mr. Krishna Shriram ('Noticee'), Promoter of the Company to disgorge the amount of Rs.6,17,25,000/- (Rupees Six Crores Seventeen Lacs Twenty Five Thousand only) along with the interest at the rate of 12% per annum from November 24, 2017 in the matter of the equity shares sold by late Mr. Siddharth Shriram.	Yes	The recipient has challenged the order before the Securities Appellate Tribunal and the matter is pending.

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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	During the period under review Statutory Auditor of the Company has not resigned secondly Company does not have any material subsidiary during the period under review.
13.	Additional non-compliances, if any: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	Yes	

Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or 'NA'.

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.
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.

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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.

**For Nirbhay Kumar & Associates
Company Secretaries**

Nirbhay Kumar



**Nirbhay Kumar
Prop.**

**M. No. F11946
C. P. No. 7887
Peer Review No. 2441/2022**

**Date – May 16, 2025
Place – New Delhi**

UDIN number - F011946G000365266

Nirbhay Kumar