



YAMINI INVESTMENTS COMPANY LTD.

(CIN : L67120MH1983PLC029133)

Regd. Off.: B-614, CRYSTAL PLAZA, OPP. INFINITY MALL, NEW LINK ROAD, ANDHERI (W), MUMBAI - 400 053

Tel.: 022-40164455 | Email ID : yaminiinvestments@gmail.com | Website : www.yaminiinvestments.co.in

May 30, 2025

To,

The Listing Compliance Department

The Bombay Stock Exchange Limited,

PJ Towers, Dalal Street

Mumbai- 400 001

Dear Sir,

Sub: Annual Secretarial Compliance Report under Regulation 24A for the financial year ended 31st March, 2025

Ref.: Script Code: BSE-511012

Pursuant to **Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** please find enclosed Annual Secretarial Compliance Report issued by Mr. Akhil Agarwal, Practicing Company Secretary for the year ended March 31, 2025.

Kindly acknowledge the receipt and take the same on record.

Thanking you,

Yours Faithfully,

PFor YAMINI INVESTMENTS COMPANY LIMITED

Kalpana Agarwal
Kalpana Agarwala



Company Secretary & Compliance Officer

Encl: As stated above



**SECRETARIAL COMPLIANCE REPORT OF YAMINI INVESTMENTS COMPANY LIMITED FOR THE FINANCIAL YEAR
ENDED 31ST MARCH 2025**

I, Akhil Agarwal Practising Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by **M/S. YAMINI INVESTMENTS COMPANY 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 **31st March, 2025** ("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, including :-

- (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 to the Company during the Review Period;**
- (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 for the year under review;**
- (e) Securities and Exchange Board of India (Share Based Employees Benefits and Sweat Equity) Regulations, 2021; **Not Applicable to the Company during the Review Period;**
- (f) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; **Not Applicable to the Company during the Review Period;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

Based on the above examination, 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 made by PCS
1.	<p><u>Secretarial Standards:</u></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)</p>	Yes	—
2.	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> • 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	—
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> • 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	—
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	—
5.	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	NA	Company do not have any Subsidiary
6.	<p><u>Preservation of Documents:</u></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	—
7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations</p>	Yes	—



8.	<u>Related Party Transactions:</u> (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	—
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> 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 thereunder	No	
12.	<u>Additional Non-compliances, if any:</u>	No	

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMDI/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS
1	Compliances with the following conditions while appointing/re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review audit report for such quarter as well as the next quarter; or	NA	No such events took place



3	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/ICFD/CMD1/114/2019 dated 18th October 2019.	NA	No such events took place
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(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, 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.	Reg	31	NA	SEBI	Fine	Non-submission of shareholding pattern within the period prescribed for the quarter ended June 2024	Rs 54280	Company has taken necessary action to comply with the same.	The company has paid the fine on 9.09.2024	

(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	Remarks
					Advisory/Clarification/ Fine/Show Cause Notice/Warning, etc.					



1.	Reg	3(5) & 3(6)	NA	BSE	Exchange has displayed the company is non-compliant with SDD	It was observed that till date the Company is non-compliant with provisions of Reg. 3(5) and/or Reg. 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015. Accordingly, the stock reach page on the Exchange website continues to display the non-compliance status.	-	Company has satisfied the Exchange query.	Company has taken necessary action to comply with the same.
2	As per the provisions of Para (D) of Section III-A of Chapter III of SEBI Master Circular No. SEBI/HO/C FD/ PoD2/CIR/ P/2023/120 dated July 11, 2023		NA	BSE	Discrepancy	Non submission of Statement on Impact of Audit Qualifications or Declaration of unmodified audit report in XBRL for the year ended March 31, 2024		Company has satisfied the Exchange query.	Company has taken necessary action to comply with the same.

For, YAMINI INVESTMENTS COMPANY LTD


AKHIL AGARWAL
 ACS No.: 35073
 C P No.: 16313
 UDIN No. A035073G000414001



Place: Howrah
 Date: 30-05-2025