

May 27, 2025

To: DCS-CRD BSE Limited First Floor, New Trade Wing Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai 400 023 Stock Code: 544117	To: Listing Compliance National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No. C/1, 'G' Block Bandra- Kurla Complex Bandra East, Mumbai 400 051 Stock Code: SIGNPOST
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Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2025 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Pursuant to Regulation 24A of the Listing Regulations, please find enclosed the Annual Secretarial Compliance Report issued by Mr. Ankit Mazumdar, Practicing Company Secretaries, for the year ended March 31, 2025.

Kindly take the same on record.

Thanking you,  
Yours Sincerely,

**For Signpost India Limited**



**Jitesh Rajput**  
**Company Secretary & Compliance Officer**

Encl: As above



**Ankit Mazumdar**

**PRACTICING COMPANY SECRETARY**

**Secretarial Compliance Report of Signpost India Limited  
for the financial year ended 31st March, 2025**

To,  
The Board of Directors  
**Signpost India Limited**  
126, Jolly Maker Chambers II,  
Nariman Point, Mumbai, Maharashtra-400021.

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Signpost India Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at 126, Jolly Maker Chambers II, Nariman Point, Mumbai, Maharashtra-400021, in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

I have examined:

- (a) all the documents and records made available to me and explanation provided by **Signpost India 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:

- (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:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (SEBI LODR)
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (SEBI ICDR) **(Not applicable as there was no reportable event during the review period)**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (SEBI SAST) **(Not applicable as there was no reportable event during the review period)**
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable as there was no reportable event during the review period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (SEBI SBEB) **(Not applicable as there was no reportable event during the review period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; **(Not applicable as there was no reportable event during the review period)**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; and circulars/ guidelines issued thereunder;
- (i) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2021 **(Not applicable as there was no reportable event during the review period)**

And circulars/guidelines issued thereunder;

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 issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulation/Circulars/guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisor y/Clarification/ Fine/Show Cause Notice/ Warning etc)	Details of violation	Fine Amt	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
1	Composition of the Board of Directors under Regulation 17(1) SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015,	17(1)	Non-compliance of the Board composition requirement	The Company has complied with the requirements of Regulation 17(1) and has already filed an updated Corporate Governance report with the stock exchange.	Imposition of penalty Rs. 3,12,700/- including GST for Non-Compliance with the Composition of the Board under Regulation	Non-compliance of the Board composition requirement under Regulation 17(1)	312700	The company vide its email dated December 05, 2024 intimated the exchange that the requirements of Regulation 17(1) has already been complied	The requirements of Regulation 17(1) has already been complied with and filed an updated Corporate Governance report with the stock exchange. The company has paid processing fees of Rs.11800/- to	Processing fees of Rs.11,800/- has been paid by the listed entity to BSE Limited for SOP fines waiver application as the regulation requirement had been complied with.



2015				on 17(1) of SEBI (Listing Obligations and Disclosures) Regulations, 2015.	) of SEBI, LO DR 2015		with and filed an updated Corporate Governance report with the stock exchange	BSE Limited for SOP fines waiver application vide NEFT Details N340243435 235219 on December 05, 2024	
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b. 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 in previous report	Observations made in the secretarial compliance report for the year ended 2023-24	Compliance requirement (Regulations/circulars/guidelines including specific clause)	Details of violation/deviation and action taken/penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL						



c. I 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.	<p><b>Secretarial Standards:</b></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><b>Adoption and timely updation of the Policies:</b></p> <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 as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes  Yes	—
3.	<p><b>Maintenance and disclosures on Website:</b></p> <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  Yes  Yes	—
4.	<p><b>Disqualification of Director:</b></p> <p>None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	—



5.	<b>Details related to Subsidiaries of listed entities:</b> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	N.A  Yes	  —
6.	<b>Preservation of Documents:</b> 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.	<b>Performance Evaluation:</b> 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.	<b>Related Party Transactions:</b> (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.	<b>Disclosure of events or information:</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	—



10.	<p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	—
11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>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 (or)</p> <p>The actions taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	N.A	During the period under review, no actions were taken by SEBI or Stock Exchange(s)
12.	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries</b></p> <p>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 <b>Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024</b> on compliance with the provisions of the LODR Regulations by listed entities</p>	N.A	
13.	<p><b>Additional Non-compliances, if any:</b></p> <p>No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above</p>	No	—
14.	<p><b>Disclosure about Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the SEBI LODR:</b></p> <p>As detailed in SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 Para 11 the secretarial compliance report issued by a Peer Reviewed Company Secretary under regulation 24A(2) of the LODR Regulations shall include a confirmation on</p>		



	<p>compliance with the following requirements by the listed entity:</p> <p>a. The scheme document has been uploaded on the website of the listed entity after obtaining shareholder approval as required under SEBI (SBEB) Regulations, 2021.</p> <p>b. The documents uploaded on the website has minimum information 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 is placed before the board of directors for consideration and approval.</p>	N.A	
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*Ankit Mazumdar*

(ANKIT MAZUMDAR)  
PRACTICING COMPANY SECRETARY  
MEMB NO.- A58994  
C.P NO- 22261

PEER REVIEW NO.- 3089/2023  
UDIN: A058994G000382416

Place: Jamshedpur  
Date: 20.05.2025

*Note: This report is to be read with letter of even date by the Secretarial Auditors, which is annexed as Annexure A & forms an integral part of this report.*



## ANNEXURE A

To,  
The Board of Directors  
**Signpost India Limited**  
126, Jolly Maker Chambers II,  
Nariman Point, Mumbai, Maharashtra-400021.

My report of even date is to be read along with this letter.

### Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

### Auditor's Responsibility

2. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. I believe that audit evidence and information obtained from the Company's management is adequate and appropriate for me to provide a basis for my opinion.
4. I have relied on the documents and evidence provided physically and through electronic mode
5. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

### Assumptions & limitation of scope and review:

6. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
7. My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
8. I have not verified the correctness and appropriateness or financial records and books of accounts of the Company.



9. 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.

*Ankit Mazumdar*

(ANKIT MAZUMDAR)  
PRACTICING COMPANY SECRETARY  
MEMB NO.- A58994  
C.P NO- 22261  
PEER REVIEW NO.- 3089/2023  
UDIN: A058994G000382416



Place: Jamshedpur

Date: 20.05.2025