

SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000
C-316, 3rd Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,
Mulund (West), Mumbai – 400 080
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

Secretarial Compliance Report of Bedmutha Industries Limited for the Financial Year ended March 31, 2025

{Pursuant to regulation 3(b) of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015}

We, M/s. Sharma and Trivedi LLP, (LLPIN: AAW-6850), Company Secretaries, Mumbai have examined:

- (a) all the documents and records made available to us and explanation provided by **Bedmutha Industries Limited** having CIN: L31200MH1990PLC057863 (the “Company” “Listed entity”);
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges;
- (c) website of the listed entity (website address: <http://www.bedmutha.com>); and
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Report;

for the Financial 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (*Not Applicable*, as there was no instance during the year under review);
- (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*, as there was no instance during the year under review);
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (*Not Applicable*, as there was no instance during the year under review);
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (*Not Applicable*, as there was no instance during the year under review);



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

(h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder;

and based on the above examination, We 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:

1.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation 17(1E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - The requirement to fill in the resulting vacancy before the expiration of term of office, not later than the date of such office vacated.
2.	Regulation / Circular No.	Regulation 17(1E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
3.	Deviations	Detailed at S. No.8
4.	Action Taken by	Detailed at S. No.8
5.	Type of Action	Detailed at S. No.8
6.	Details of Violation	Detailed at S. No.8
7.	Fine Amount	Not Available
8.	Observations/ Remarks of the Practicing Company Secretary	The requirement under Regulation 17(1E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is to fill in the resulting vacancy on account of the cessation of the second term of Mr. Narayan Kadu (DIN:02807124), before the expiration of the term of office as an Independent Director of the Company on 31 st March, 2024, not later than the date of such office vacated. The said requirement has been complied on the appointment of Mr. Sanjaya Kandpal (DIN:08055303), as an Independent Director with effect from 02 nd April, 2024. Also, the requirement of the constitution of the Board of Directors of the Company with 50% of Independent Directors is not met with till the said appointment of the Independent Director on the 02 nd April, 2024.



R. Vohra

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9.	Management Response	The company was in search of Candidate who can fill up the requisite expertise on the Board, and is registered in Independent Directors database as mandated by MCA . We tried to appoint a candidate before cessation of existing director. It is to be noted that the delay is of mere 1 day.
10.	Remarks	N.A.

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

1.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	As given above in S.No.8
2.	Observations made in the secretarial compliance report for the financial year ended 31 st March, 2024	As given above in S.No.8
3.	Compliance Requirement (Regulations /circulars / guidelines including specific clause)	As given above in S.No.8
4.	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	As given above in S.No.8
5.	Remedial actions, if any, taken by the listed entity	As given above in S.No.9
6.	Comments of the PCS on the actions taken by the listed entity	As given above in S.No.9

(c) 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)	Observations/ 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 India (ICSI).	Yes	--
2.	Adoption and timely updation of the Policies; • All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entities	Yes	--



(Signature)

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	<ul style="list-style-type: none">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.	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed entity is maintaining a functional website	Yes	
	<ul style="list-style-type: none">Timely dissemination of the documents/information under a separate section on the website	Yes	--
	<ul style="list-style-type: none">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.	Disqualification of Director: None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	--
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	N.A.	As on 31 st March, 2025 the Company didn't have any Subsidiary 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	--
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 as prescribed in SEBI Regulation.	Yes	--
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions;	Yes	
	<ul style="list-style-type: none">In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently	N.A.	Since answer for (a) above is positive



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	approved/ratified/rejected by the Audit committee		
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: 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 thereunder	N.A.	There was no such Actions, as verified from the records and confirmed by the Compliance Officer of the Company.
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.	N.A.	There was no Resignation of the Statutory Auditor during the year under review.
13.	Additional Non-compliances observed: No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	N.A.	As verified from the records and confirmed by the Compliance Officer of the Company.

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 Accounts of the listed entity.



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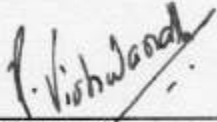
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4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**For Sharma and Trivedi LLP
Company Secretaries**



Vishwanath
Designated Partner
Membership No.: A14521
CP No.: 25099
UDIN: A014521G000421631
PR No.: 5560/2024



**Date: 23rd May, 2025
Place: Mumbai**