Ritco Logistics Limited

Date: 29th May 2026

To
The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C-1, G Block,
Bandra- Kurla Complex, Bandra (East)
Mumbai-400051
NSE SYMBOL: RITCO

To
The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, New Trading Ring, Rotunda
Building, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001
BSE Scrip Code: 542383

Dear Sir/ Madam,

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2026 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1//27/2019 dated February 8, 2019, please find enclosed the annual secretarial compliance report for the year ended March 31, 2026.

This is for your information and records.

Yours Sincerely,
For **Ritco Logistics Limited**

GITIKA ARORA
Digitally signed by GITIKA ARORA
Date: 2026.05.29 15:21:21 +05'30'

Gitika Arora
Company Secretary and Compliance Officer

Enclosed: -Compliance report issued by the Practicing Company Secretary

ANNUAL SECRETARIAL COMPLIANCE REPORT OF M/S RITCO LOGISTICS LIMITED FOR THE YEAR ENDED 31ST MARCH, 2026

We **Mukun Vivek & Company** have examined:

(a) all the documents and records made available to us and explanation provided by M/s Ritco Logistics Limited ("the listed entity"),
(b) the filings/ submissions made by the listed entity to the stock exchanges,
(c) website of 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 ("Review Period") 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 thereunder; and
ii) 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 (Share Based Employee Benefits and Sweat Equity) Regulations, 2014;
(c) Securities and Exchange Board of India (registrar to an issue and share transfer agent) regulations, 1993 regarding the Companies Act and dealing with client
(d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
(e) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

As per the representations made by the management and relied upon by us, during the period under review, provisions of the following regulations were not applicable to the Company during the Review Period:

(a) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
(b) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
(c) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
(d) Securities and Exchange Board of India (De listing of Equity Shares) Regulations, 2021;

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: –**

Compliance Requirement (Regulations/Circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company)	Management Response
Details of non-compliance/penalties/strictures attached as Annexure-I								

b. **The listed entity has taken the following actions to comply with the observations made in previous reports: –**

Compliance Requirement (Regulations/Circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company)
NA	NA	No Deviation	No Action required to be taken	Not Any	No Violation	Nil	No Remark

We, further report that, during the review period the compliance status of the listed entity with the following requirements:

S. 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	No Remarks
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. • 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	 No Remarks No Remarks
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	 No Remarks No Remarks No Remarks
4.	**Disqualification of Director:** None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	 Yes	 No Remarks
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 Yes	 The Company does not have any Material Subsidiary No Remarks
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	 No Remarks
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 Regulations	 Yes	 No Remarks

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 NA	No Remarks As Prior Approval in the Committee has been obtained
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	No Remarks
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	No Remarks
11.	**Actions taken by SEBI or Stock Exchange(s), if any:** The Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	Filed RPT disclosures within timelines. Due to a clerical error on BSE Standalone XBRL utility, an incorrect period was selected. Upon submission of corrected data and representation, BSE fully waived the fine. The quarterly compliance report was finalized on time. However, due to a verified technical issue/glitch on the NSE portal, the filing was delayed by one day. The system levied an automated penalty of ₹5,000/-.
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	NA	As the Statutory Auditor of the Company has been re-appointed in the AGM held on 30th September, 2024

	the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.		
13.	**Additional Non-compliances, if any:** any additional non-compliance observed for all SEBI regulation/circular/ guidance note etc.	No	No Remarks

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.

For Mukun Vivek and Company

MUKUN VIVEK & Co New Delhi Company

Mukun Arora
(Partner)
FCS No. 12894
COP No. 4766

UDIN: F012894H000522007

Date: 28.05.2026
Place: New Delhi

Peer Review Certificate:3370/2023

Annexure-I

"Details of non-compliance/penalties/strictures"

Particulars	BSE Limited	National Stock Exchange (NSE)
Name of Authority	BSE Limited	National Stock Exchange of India Limited
Regulation Violated	Regulation 23(9) of SEBI LODR Regulations, 2015.	Regulation 23(9) of SEBI LODR Regulations, 2015.
Type of Action Taken	Fine levied under SEBI SOP Circulars.	Fine levied under SEBI SOP Circulars.
Penalty Imposed	₹3,00,000/- (Rupees Three Lakh only).	₹5,000/- (Rupees Five Thousand only) [for 1-day delay].
Waiver Status / Paid	**100% Fully Waived.** No financial liability.	**Paid** on 03/01/2026.
Factual Clarification	Filed RPT disclosures within timelines. Due to a clerical error on BSE Standalone XBRL utility, an incorrect period was selected. Upon submission of corrected data and representation, BSE fully waived the fine.	The quarterly compliance report was finalized on time. However, due to a verified technical issue/glitch on the NSE portal, the filing was delayed by one day. The system levied an automated penalty of ₹5,000/-.