JAY BHARAT MARUTI LIMITED
Corporate Office : Plot No. 9, Institutional Area,
Sector 44, Gurgaon-122 003 (Hr.)
T : +91 124 4674500, 4674550
F : +91 124 4674599
W : www.jbmgroup.com

Our milestones are touchstones

JBML/SE/Q1/2026-27 **May 26, 2026**

National Stock Exchange of India Ltd.
Exchange Plaza, Plot C-1, Block G
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: JAYBARMARU

BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code: 520066

Sub: Submission of Annual Secretarial Compliance Report pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Please find enclosed herewith the Annual Secretarial Compliance Report for the Financial Year ended March 31, 2026 as per Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the same on your record.

This is for your information and record please.

Thanking you,

For **Jay Bharat Maruti Limited**

Shubha Singh
Digitally signed by Shubha Singh
Date: 2026.05.26 11:55:29 +05'30'

Shubha Singh
Company Secretary
ICSI M. No. A16735

Annual Secretarial Compliance Report
of Jay Bharat Maruti Limited for the Financial year ended 31st March, 2026

* I, Sunita Mathur, have examined:

a) all the documents and records made available to me and explanation provided by Jay Bharat Maruti Limited – CIN: L29130HR1987PLC130020; BSE Scrip Code: 520066; NSE Scrip Code: JAYBARMARU ("the listed entity"),
b) the filings/ submissions made by the listed entity to the stock exchanges,
c) website of the listed entity,
d) other document/ filing, as may be relevant, which has been relied upon to make this report,

for the **financial year ended 31st March, 2026** ("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, to the extent applicable, 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;
c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
d) Securities and Exchange Board of India (Buy-back 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 Non-Convertible Securities) Regulations, 2021;
g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
h) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 and 74(5) of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable; and
i) Securities and Exchange Board of India (Investor Education and Protection Fund) Regulations, 2009;
j) other regulations, circulars, guidelines etc. issued by SEBI, applicable to the Company.

The Company has confirmed that regulations mentioned above under clause (b), (d), (e) & (f) are not applicable to them during the review period.

and 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 as applicable to it 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	Regulation 29(2) of SEBI LODR: The listed entity shall give prior intimation of 2 working days to Stock Exchange about the Board Meeting in which proposal for 'Fund Raising' is due to be considered.	Regulation 29(2) of the SEBI LODR	No prior intimation for one instance i.e. 'Fund Raising'	NSE BSE	levy of Fine	Omission to include one instance while giving prior intimation to Stock Exchange about the Board Meeting i.e. enabling proposal for 'Fund Raising'	Rs.11,800 (incl. of GST) Rs.11,800 (incl. of GST)	The Company has paid the fine.	The said omission was inadvertently and unwillingly and did not adversely impacted interest of stakeholders Further, the Company always follow all the rules, regulations and procedures, as stipulated by any regulatory authority.	NA

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 (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the financial year ended 2024-25	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
Not Applicable						

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)	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) as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
2.	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of The 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.	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 report 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	NA	The Company does not have Subsidiary Company
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records	Yes	-

	as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.		
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	-
8.	Related Party Transactions ('RPTs'): (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions	Yes	However, It is informed that the aggregate value of RPT(s) with JBM Group Gratuity Trust for F.Y. 2025-26 exceeded the limit approved under the omnibus approval granted by the Audit Committee in its meeting held on January 30, 2025 by Rs.33 Lakh during Q4, which were subsequently ratified by the Audit Committee in its meeting held on May 19, 2026. Further, it was submitted that the excess utilization occurred primarily due to new amendments in Labour Code which impacts the increased gratuity liability on the Company due to the past services cost. Accordingly, company has made the excess payments to Gratuity Trust which were in the ordinary course of business and on an arm's length basis, and in the interest of the Company's business operations/ compliances.

	(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	NA	-
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 within the time limits prescribed thereunder.	Yes	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: The Company have received a notice from NSE vide ref. no. NSE/LIST-SOP/COMB/FINES/0999 dated 15/09/2025 and from BSE vide email ref. no. SOP-CReview-dated-15/09/2025 for levy of penalty for Rs. 11,800 (incl. of GST) by each NSE and BSE for alleged violation of Regulation 29(2) of SEBI LODR for omission to give advance intimation for enabling resolution for Fund Raising.	Yes	The Company has paid the fine.
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	No resignation of statutory auditors during the period under review.
13.	<u>No additional non-compliance observed</u> No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	Yes	--

During the financial year under review:

1. The Board of Directors in its meeting held on May 22, 2025, has appointed Ms. Sunita Mathur (FCS No.1743) a peer reviewed Company Secretary in Practice (P.R. Cert. No.1297/2021), as the Secretarial Auditor of the Company for a term of five consecutive years beginning from the F.Y. 2025-26 which were subsequently approved by shareholders of the Company at its 38th Annual General Meeting held on September 03, 2025.

2. Mr. Rajiv Gandhi (07231734) - Nominee Director representing Maruti Suzuki India Limited (MSIL) on the Board of the Company, has submitted his resignation w.e.f. from the close of business hours on February 05, 2026 to enable MSIL to appoint a new Nominee Director in his place.

3. The Board of Directors in its meeting held on February 06, 2026, has appointed Mr. Sunil Kumar Kakkar (DIN: 08041054), Executive Director in MSIL for representing MSIL on the Board of the Company, as Nominee Director w.e.f. February 06, 2026 and requisite approval of the shareholders had been taken through postal ballot passed on March 14, 2026.

4. The Board of Directors in its meeting held on February 06, 2026, has approved the payment of remuneration to Mr. Surendra Kumar Arya (DIN: 00004626), Chairman in the capacity of Non-Executive Director of the Company for the Financial Year 2025-26, pursuant to Regulation 17(6) (ca) of SEBI LODR and requisite approval of the shareholders had been taken through postal ballot passed on March 14, 2026.

Assumptions & Limitation of scope and Review:

Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management of the listed entity. My responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion. I have not verified the correctness and appropriateness of financial records and books of account of the listed entity. 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. My Certificate is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

SUNITA MATHUR ★ C.P. No. 741 COMPANY SECRETARY ★

Place: Noida
Date: May 14, 2026

Sunita Mathur
FCS No.: 1743 /C P No.: 741
ICSI UDIN: F001743H000355131
PR: 1297/2021