



- AIRPORTS
- HIGHWAYS
- INFRASTRUCTURE
- RAILWAYS
- REAL ESTATE

Date: 29TH May, 2026

To,
National Stock Exchange of India Limited
Exchange Plaza,
5th Floor, Plot No. C-1,
G Block, Bandra Kurla Complex,
Bandra (E),
Mumbai — 400 051

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir/ Madam,

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2026.

Ref: NSE Symbol –TARMAT; BSE Script Code -532869

In terms of the Regulation 24A of Securities and Exchange Board of India (Listing obligations and Disclosure Requirement) Regulations, 2015 read with the SEBI Circular No.: CIR/CFD/CMD1/27/2019 dated February 8, 2019 we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2026, issued by Mr. Prashant Diwan, Practicing Company Secretary.

This is for your information and records.

Thanking you,

For TARMAT LIMITED

SHIVATOSH
NARESWAR
CHAKRABORTY

Digitally signed by SHIVATOSH
NARESWAR CHAKRABORTY
DN: cn=SHIVATOSH NARESWAR
CHAKRABORTY c=IN o=Personal
Reason: Shivatosh
Location:
Date: 2026-05-29 17:37:05:30



S. Chakraborty
Company secretary & Compliance Officer

TARMAT LIMITED

General A. K. Vaidya Marg, Near Wageshwari Mandir, Off Film City Road, Malad (E), Mumbai - 400 097.
Tel.: 2840 2130 / 1180 • Fax : 2840 0322 • Email : contact@tarmatlimited.com • Website : www.tarmatlimited.com
CIN : L45203MH1986PLC038535

PRASHANT DIWAN

B.Com, LL.B, FCS, ACMA, IP
Practicing Company Secretary

B-703/704, Anand Sagar
M. G. Road, Kandivali (W), Mumbai 400067

SECRETARIAL COMPLIANCE REPORT OF TARMAT LIMITED

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated February, 08, 2019]

I, Prashant Diwan, Practicing Company Secretary have examined:

- (a) all the documents and records made available to me and explanation provided by **Tarmat 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 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 SEBI;

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (LODR) Regulations, 2015;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

and circulars/ guidelines issued thereunder;

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

- (a) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (b) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;
- (c) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; and
- (e) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

and based on the above examination, I hereby report that, during the Review Period:

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Practicing Company Secretary

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- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified in "**Annexure A**" annexed to this report.
- (b) The listed entity has taken the actions to comply with the observations made in previous reports as specified in "**Annexure B**" annexed to this report.
- I. 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 of India (ICSI).	Yes	However, the same needs to be strengthen.
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 have been reviewed & updated on time, 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 reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website.	Yes	-
4.	Disqualification of Director(s): None of the director(s) of the listed	Yes	-

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	entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.		
5.	Details related to subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	NA	No Subsidiary
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/during the financial year as prescribed in SEBI Regulations.	Yes	-
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	-
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	Yes	-

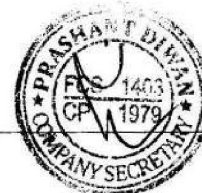


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Practicing Company Secretary

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	thereunder.		
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 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) 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	As per Annexure A
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 such event
13	Additional Non-compliances, if any: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	NA	No such event



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We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the LODR Regulations. – NOT APPLICABLE

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. My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
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.
5. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of applicable laws, rules and regulations is the responsibility of management. My examination was limited to the verification of procedures on test basis.

CS Prashant Diwan
Practicing Company Secretary
FCS: 1403 CP: 1979



PR: 1683/2022
UDIN: F001403H000524420

Date: 28/05/2026
Place: Mumbai



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Annexure A

**SECRETARIAL COMPLIANCE REPORT OF TARMAT LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026**

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 Requirements (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No	Deviations	Action taken by	Type of action	Details of violation	Fine amount (incl. of GST) Rs.	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
					Advisory/ clarification / Fine /show cause Notice/ warning etc.					
1	100% Promoter shareholding in Demat	Regulation 31 (2) of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015	Non-compliance related to 100% Promoter shareholding in Demat	-	-	-	-	Out of total Promoter(s) and promoter group shareholding one Promoter holding 120 Equity Shares are not in dematerialized form.	It is under process; necessary documents were submitted to the Bank for dematerialization of 120 equity shares held by Promoters in physical form.	-
2	Obtaining Shareholders approval for appointment of Director	Regulation 17(1C) of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015	Shareholders' approval for appointment of Director was not obtained within prescribed time	-	-	-	-	Director appointed on 07.05.2025 and shareholders approval obtained on 30.09.2025.	In view of forthcoming AGM which was held on 30.09.2025, the Company postponed obtaining of shareholder's approval.	-





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Practicing Company Secretary

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Annexure A

**SECRETARIAL COMPLIANCE REPORT OF TARMAT LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026**

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

3	Submission of the Annual Report	Regulation 34 of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015	The Annual Report was not submitted within the prescribed time	BSE	Fine	The Annual Report was not submitted within the prescribed time	2,360	Non-submission of the Annual Report within the period prescribed under this regulation	The Company had submitted Annual Report with a delay of just one day due to oversight.	-
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CS Prashant Diwan
Practicing Company Secretary
FCS: 1403 CP: 1979



PR: 1683/2022
UDIN: F001403H000524420

Date: 28/05/2026
Place: Mumbai



PRASHANT DIWAN

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Practicing Company Secretary

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Annexure B

**SECRETARIAL COMPLIANCE REPORT OF TARMAT LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026**

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 year ended	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
1	Out of total Promoter(s) and promoter group shareholding one Promoter holding 120 Equity Shares are not in dematerialized form.	31.03.2025 31.03.2024 31.03.2023	100% Promoter shareholding in Demat Regulation 31(2) of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015	Non-compliance related to 100% Promoter shareholding in Demat Regulation 31(2) of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015	It is under process, necessary documents were submitted to the Bank for dematerialization of 120 equity shares held by Promoters in physical form.	-
2	1. The Company has started maintaining Structured Digital Database after 30.09.2024. 2. There was delay in making entry in the database up to 30.09.2024. 3. The Company has not captured the internal sharing of UPSI in the database within prescribed time up to 30.09.2024.	31.03.2025	Structure Digital Database Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Non-complaint with provisions of Reg. 3(5) and/or Reg. 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	The Company took necessary steps after 30.09.2024 and became complaint	-





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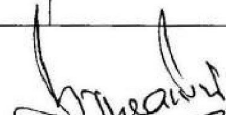
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Practicing Company Secretary

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Annexure B

**SECRETARIAL COMPLIANCE REPORT OF TARMAT LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026**

3	Non-Filing of Annual Report for the year ended 31.03.2024 in XBRL format with BSE and NSE	31.03.2025	Filing of Annual Report in XBRL format with BSE and NSE	Non-Filing of Annual Report for the year ended 31.03.2024 in XBRL format with BSE and NSE	The Company has assured to file the same very soon.	
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CS Prashant Diwan
Practicing Company Secretary
FCS: 1403 CP: 1979



PR: 1683/2022
UDIN: F001403H000524420

Date: 28/05/2026
Place: Mumbai