

May 26, 2026

|                            |                                           |
|----------------------------|-------------------------------------------|
| To,                        | To,                                       |
| BSE Limited,               | National Stock Exchange of India Limited, |
| Phiroze Jeejeebhoy Towers, | Exchange Plaza, Plot No. C/1, G Block,    |
| Dalal Street, Fort,        | Bandra-Kurla Complex, Bandra (East),      |
| Mumbai 400001              | Mumbai - 400 051                          |
| Scrip No. 544543           | Symbol: BMWVENTLTD                        |

**Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2026.**

Dear Sir/Madam,

Please find attached herewith the Annual Secretarial Compliance Report of the Company under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, issued by the NKM & Associates, Company Secretaries, Secretarial Auditor of the Company for the year ended March 31, 2026.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For BMW Ventures Limited**

**RUCHIKA  
MAHESHWARI  
KEJRIWAL**

Digitally signed by  
RUCHIKA MAHESHWARI  
KEJRIWAL  
Date: 2026.05.26 16:26:22  
+05'30'

**Ruchika Maheshwari Kejriwal  
(Company Secretary & Compliance Officer)  
Membership No: F12976  
Email Id: cs@bmwventures.com**

Encl: As above

**Registered Office:**

1st Floor, Mona Cinema Complex, East Gandhi Maidan, Patna-800004  
CIN: L25111BR1994PLC006131, E-mail: info@bmwventures.com  
Ph: 0612-26755506, 8102223771/74, Fax: 0612 2675505

*We Value Togetherness. Together We Create Value.*

**www.bmwventures.com**

**SECRETARIAL COMPLIANCE REPORT OF BMW VENTURES LIMITED**  
**(for the Financial Year ended March 31, 2026)**  
**{Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015}**

To,  
The Board of Directors,  
**BMW Ventures Limited**  
CIN: L25111BR1994PLC006131  
1<sup>st</sup> Floor, Mona Cinema Complex,  
East Gandhi Maidan, Patna – 800004, Bihar

We, NKM & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by **BMW Ventures 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 on March 31, 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 there-under; and
  - b. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there-under and the Regulations, circulars, guidelines issued there-under 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;
- (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 reportable event during the review period]**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **[Not applicable as there was no reportable event during the review period]**
- (f) The 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) Other regulations as applicable and circulars/ guidelines issued thereunder;

Based on the above examination, we hereby report that;

(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: -

| S<br>r<br>.<br>N<br>o<br>. | 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.                         | Submission of financial results for quarter ended June 30, 2025                      | Regulation 33 of SEBI (LODR) Regulations, 2015 | Delay in submission of quarterly financial results within prescribed timeline | BSE Limited and National Stock Exchange of India Ltd | Fine           | Fine imposed for non-compliance with Regulation 33 of SEBI (LODR) Regulations, 2015 | 1,12,100 (inclusive of gst) | The Company has subsequently complied with the requirements and paid the applicable fine imposed by the Stock Exchange. | The management informed that necessary steps have been taken to avoid recurrence of such delay in future. | The Listed Entity had paid the fine of Rs. 1,21,100 (inclusive of gst) as NEFT vide UTR PUNB N62025 1218577 73434 on 18-12-2025 to NSE and PUNB N62025 1217576 4547 on 17-12-2025 to BSE |

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

| Sr No          | Observation/Remarks of the Practicing Company Secretary in the Previous Report | Observations made in the secretarial compliance report for the year ended (the years are to be mentioned) | Compliance Requirement | 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.      | <b>Secretarial Standards:</b><br><br>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                           | Nil                           |
| 2.      | <b>Adoption and timely updating of the Policies:</b> <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 on time, as per the regulations/circulars/ guidelines issued by SEBI</li> </ul> | Yes<br><br>Yes                | Nil                           |
| 3.      | <b>Maintenance and disclosures on Website:</b> <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</li> </ul>                                                                                                                                                            | Yes<br><br>Yes                | Nil                           |



|    |                                                                                                                                                                                                                                                                                   |                       |                                                 |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-------------------------------------------------|
|    | <p>website</p> <ul style="list-style-type: none"> <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                   |                                                 |
| 4. | <p><b>Disqualification of Director:</b></p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>                                                                                        | Yes                   | Nil                                             |
| 5. | <p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries.</p>                                               | <p>NA</p> <p>NA</p>   | The Company does not have a material subsidiary |
| 6. | <p><b>Preservation of Documents:</b></p> <p>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.</p> | Yes                   | Nil                                             |
| 7. | <p><b>Performance Evaluation:</b></p> <p>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.</p>                     | Yes                   | Nil                                             |
| 8. | <p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the</p>                       | <p>Yes</p> <p>Yes</p> | <p>Nil</p> <p>Nil</p>                           |

|     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |      |                                                                                    |
|-----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|------------------------------------------------------------------------------------|
|     | transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.                                                                                                                                                                                                                                                                                                                                              |      |                                                                                    |
| 9.  | <b>Disclosure of events or information:</b><br><br>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  | Nil                                                                                |
| 10. | <b>Prohibition of Insider Trading:</b><br><br>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.                                                                                                                                                                                                                                                                                                         | Yes  | Nil                                                                                |
| 11. | <b>Actions taken by SEBI or Stock Exchange(s),if any:</b><br><br>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.                                                                                                              | N.A. | During the period under review, no actions were taken by SEBI or Stock Exchange(s) |
| 12. | <b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b><br><br>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 event of resignation of Statutory Auditor.                            |
| 13. | <b>Additional non-compliances/observations, if any</b>                                                                                                                                                                                                                                                                                                                                                                                                                        | Nil  | Nil                                                                                |

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, as there was no reportable event during the review period]

**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 certify 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.
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. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.

For N K M & Associates  
[Company Secretary]  
[Firm Registration No. I2018MH1812700]

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NIKITA MURARILAL  
KEDIA  
Date: 2026.05.26  
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Nikita Kedia  
Proprietor  
Membership No: A54970  
CP No.: 20414  
Peer review no. 2470/2022

UDIN: A054970H000488007

Place: Mumbai  
Dated: May 26, 2026