

SAMTEL INDIA LIMITED

Regd. Office: 1212, 12th Floor, 43 Chiranjiv Tower,
Nehru Place, New Delhi -110019
Phone No.011-40555700
Fax no.: 011-41555006
CIN No.: L31909DL1981PLC426653
www.samtelgroup.com

Courier/Regd. Post

26th June, 2026

The Executive Director / Secretary,
Bombay Stock Exchange Ltd.,
Deptt. for Corporate Services,
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sir,

**Reg.: Submission of Compliance Report for the FY 2025-26 under regulation
24A of SEBI (LODR) issued by Company Secretary.**

In compliance to the Securities and Exchange board of India(SEBI), under regulations 24A, please find enclosed herewith a compliance report dated 26.06.2026 on said regulations for the Financial Year ended March 31st 2026 issued by M/s VINOD GOYAL & ASSOCIATES, COMPANY SECRETARIES, 109, First Floor, Rishabh Impex Mall, I P Extension, Patparganj, Delhi 110 092 (Opp. Max Hospital).

Hope you will find the above in order. Kindly acknowledge its receipt.

Thanking you

Yours faithfully
For Samtel India Limited

Satish K Kaura

Satish K Kaura
Mg. Director
DIN:00011202
Encl. as above



VINOD GOYAL & ASSOCIATES

COMPANY SECRETARIES

Office: 109, First Floor, Rishabh Ipex Mall, I P Extension, Patparganj
Delhi 110 092 (Opp. Max Hospital)
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ANNAUL SECRETARIAL COMPLIANCE REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2026

[Pursuant to regulation 24A (2) of SEBI (LODR) Regulations, 2015]

To,

The Members,

Samtel India Limited (The Company)

CIN-L31909DL1981PLC426653

Reg. off: 1212, 12th Floor, 43 Chiranjiv Tower, Nehru Place, New Delhi 110019

I, Vinod Goyal, Proprietor of Vinod Goyal & Associates, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by SAMTEL INDIA 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:

- (1) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
- (2) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, guidelines issued there under 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 (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;~~
- ~~(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) other regulations as applicable and circulars/ guidelines issued thereunder;

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And based on the above examination, I/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:

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 (PCS)	Management Response	Remarks
1.	Company was delisted from the stock Exchange on 06/05/2024 due to non-payment of listing fee and other non-compliances.			The company has preferred an appeal before SAT and same was filed in July.2024	During the proceeding before SAT, it was directed to make the compliance good with BSE and BSE will initiate process for re-listing the equity of the company at stock exchange	Listing fee was not paid to stock exchange. Some of the compliance s was also pending.	Rs. 3.75 lakhs (also was paid along with dues of the stock exchange)	The company has paid entire outstanding dues including Fine in May, 2025 and complied / submitted all outstanding compliances as per BSE Limited	As on 31.3.2026 the equity shares of the Company are listed and traded in the trading platform of BSE Limited.	
2.	100% shareholding of Promoters to be in Demat Mode		Part of the Promoters holding is still in physical mode.		Company has given an undertaking to Stock Exchange that Promoters are in process to get their equity shares in demat mode / Not Applicable		Not Applicable	As per records of the company, the balance equity shares / shareholding have been submitted to the concerne	The entire shareholding of the Promoters will be available in demat mode by end of June 26	

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								d depositor y for demating of equity shares by the respectiv e sharehold ers under promoter category		
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- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

-No action required. As earlier the Company was not listed at Stock Exchange therefore filling of report was not applicable.

Sr. No.	Observations/Remarks of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance Report for the year ended 31 st March 2025 (the years are to be mentioned)	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						

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I/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 of 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. • 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 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 Yes Yes	
4.	Disqualification of Director(s): None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	Yes	
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	The Company does not have any subsidiary

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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 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 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	

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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	
		NA	No action taken
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	Statutory Auditors continues and there has been no change or resignation
13.	Additional Non-compliances, if any:	No	No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.

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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 Vinod Goyal & Associates

Company Secretaries

Vinod

Goyal

Digitally signed by
Vinod Goyal
Date: 2026.06.26
16:42:11 +05'30'

Vinod Goyal

CP No.: 22384

FCS No.: 7231

Place: Delhi

Date: 26-06-2026

UDIN: F007231H000694379

Peer Review Unique Identification Number: S2019DE699300 (Cert. no.-2294/2022)