TARAPUR
TRANSFORMERS LTD.

30th May, 2026

To,

Department of Corporate Services **BSE Ltd.** P.J. Towers, Dalal Street, Mumbai - 400 001 Stock Code: 533203	**The Manager-Listing Department** **National Stock Exchange of India Limited** Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Stock Code: TARAPUR

Sub: Compliance Certificate under Regulation 24(A) of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

In terms of Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Secretarial Compliance Report is enclosed herewith issued by Sandeep Dubey & Associates, Practicing Company Secretary, for the financial year ended on 31st March, 2026

Kindly take the same on your record and oblige.

For Tarapur Transformers Limited,

YASH DILIP BETKAR

Digitally signed by YASH DILIP BETKAR
DN: c=IN, st=Maharashtra, 2.5.4.20=67574a143255b4a3c7658827d04506019e719a0c7a0788511489f997ba9fcef6, postalCode=400102, street=Betkar Chawl Yadav Nagar Sahakar Road Jogeshwari West Mumbai, pseudonym=7be36fd6a8964af88db481ec52e186bb, title=5066, serialNumber=25a627289e40712feafa6fdca639823174a55e5f90196371caadd07cab976411, o=Personal, cn=YASH DILIP BETKAR
Date: 2026.05.30 19:10:21 +05'30'

Mr. Yash Betkar
Executive Director
DIN: 10944640

Place: Mumbai

Regd. Office: S-112, 1st Floor, Rajiv Gandhi Commercial Complex,
Ekta Nagar, Kandivali(West), Mumbai- 400067. Tel: 022- 2867 0603/04,
Website: www.tarapurtransformers.com, **email:** complianceofficer@tarapurtransformers.com,
CIN: L99999MH1988PLC047303

SANDEEP DUBEY & ASSOCIATES

(Practicing Company Secretaries)

Unit No. 3133, Ezaze Zone Mall, Sundar Nagar, Malad West, Mumbai- 400062.
Contact No. 9820513552, Email : cs.sandeepdubey@gmail.com

ANNUAL SECRETARIAL AUDIT REPORT OF M/S. TARAPUR TRANSFORMERS LIMITED FOR THE YEAR ENDED 31ST MARCH 2026.

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
TARAPUR TRANSFORMERS LIMITED
CIN: L99999MH1988PLC047303
S-112, 1st Floor, Rajiv Gandhi Commercial Complex, Ekta Nagar,
Kandivali (West), Mumbai, Maharashtra, India, 400067.

I, Sandeep A. Dubey, Practicing Company Secretary, have examined:

a) All the documents and records made available to us and the explanation provided by M/s. Tarapur Transformers Limited (CIN: L99999MH1988PLC047303) ("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 documents and filings as may be relevant, which have been relied upon to make this report, for the year ended on March 31, 2026 ("Reviewed Period") in respect of Compliance with the provisions of;

FOR THE YEAR ENDED MARCH 31, 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, and guidelines issued thereunder; And

2. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder, and the Regulations, circulars, and 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not applicable to the company during the review period.

(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) Regulation 2018; Not applicable to the company during the review period.

(e) Securities and Exchange Board of India (Share-Based Employee Benefits and Sweat Equity) Regulation 2021; Not applicable to the company during the review period.

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulation 2021; Not applicable to the company during the review period.

(g) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines issued there under;

(i) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agent) Regulation 1993 regarding the Companies Act, 2013 and dealing with Client;

(j) other regulations as applicable.

and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Note: The aforesaid list of SEBI Regulations is only the list of Regulations that applied to the Company during the year under review period, and shall be added.

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, 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	The Company has been required to appoint a whole-time company secretary &	Reg. 6 (1) SEBI (LODR) 2015.	Non-compliance with the requirement to appoint a qualified company	BSE and NSE	Fine	Non-compliance with the requirement to appoint a qualified company	Rs 50740	Compiled by the Company.	The Management has noted the same and ensured compliance in future.	

	Compliance.		secretary as the compliance officer.			secretary as the compliance officer.				
2	The Company has been required to disclose related party transactions in the format as specified and within the prescribed timeline.	Regulation 23 (9) SEBI (LODR) 2015.	Non-compliance with the requirement to disclose related party transactions in the format as specified and within the prescribed timeline.	BSE Ltd	fine	Non-compliance with the requirement to disclose related party transactions in the format as specified and within the prescribed timeline.	Rs. 5900	Non Compli-ance	Company complied with regulation company submitted an integrated financial on NSE BSE has not taken note and issue the penalty.	
3	The Company has been required to submit a declaration under Regulation 31(4) of SEBI (SAST) Regulations, 2011 from the Promoters of the Company.	Regulation 31(4) of SEBI (SAST) Regulations, 2011.	The promoters of the company has not submitted the declaration under Regulation 31(4) of SEBI (SAST) Regulations.	BSE Ltd	Fine	Non-Compliance under Regulation 31(4) of SEBI (SAST) Regulations, 2011.		Non Compli-ance	The company's main promoter Bilpower Ltd and It's under liquidation hence not submitted.	
4	The listed entity required to compliance with Regulation 3(5) & 3(6)	Regulation 3(5) & 3(6) SEBI (Prohibition Of Insider	The company has not Bought the SDD Software And not	BSE AND NSE	Fine	non Compliance with Reg. 3(5) & 3(6) SEBI (PIT) Reg. 2015.	-	Non Compli-ance	Going forward company will comply	

	SEBI (Prohibition of Insider Trading Regulations, 2015.	Trading) Regulation , 2015.	Compliance with Reg. 3(5) & 3(6) SEBI								
5	Every listed entity maintaining functional website and update it i time to time.	Regulation 47 Of the SEE (LODR) 2015	The compa has not maintaining the functional website	-	-	Non Compliance of Reg. 47 Of SEBI (LODR)	-	Non Compli-ance	The Manageme nt has noted the same and ensured compliance in future.	
6	Every listed company is required to appoint an internal auditor.	Under Section 138 and SEBI (LODR) 2015	The company has not appointe d the Internal Auditor under section 138 and SEBI (LODR)2 015.	-	-	Non Complianc e of section 138 and SEBI LODR) 2015.	-	Non Compli-ance	The Manageme nt has noted the same and ensured compliance in future.	

(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 year ended March 2026*	*Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)*	*Details of violation / Deviations and actions taken/penalty imposed, if an on the list entity*	*Remedial actions, if any, taken by the listed entity*	*Comments of the PCS on the actions taken by the listed entity*
1	The company has not bought the SDD Software and not Compliance with Reg. 3(5) & 3(6)	Company has not complied With Regulation 3(5) & 3 (6)	The listed entity required to compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of	-	-	The Company has not complied With Regulation 3(5) & 3 (6)

	SEBI (Prohibition Of Insider Trading Regulations, 2015.	during the review period.	Insider Trading Regulations, 2015.			during the review period
2	The company has not duly constituted Composition of the Board under Reg. 17(1) of SEBI (LODR) 2015.	Company has complied With Regulatio 17(1) during the review period.	Reg. 17(1) of SEBI (LODR) 2015.	The both Exchanges Namely, BSE & NSE impose th Penalty of Rs. 3,18,600/- Each.		The Composition the board is proper as per the Companies Act. And SEBI (LODR) 2015 requirement.
3	The Company has not appointed whole time company secretary and compliance officer under Reg. 6(1) of SEBI (LODR) 2015.	Company has a delay compliance With Regulation 61) during the review period.	Regulation 6(1) of SEBI (LODR) 2015	BSE & NSE imposes a fine of Rs. 105020/- Each		The Company has a delay in compliance with the Regulation 6(1) of SEBI LODR 2015.
4	The company has not maintained the functional websi of the company.	The Company has not complied With Reg.47 of SEBI (LODR) 2015, during the review period.	Regulation 47 Of the SEBI (LODR) 2015	-	-	The Company has not complied With Reg. 47 Of SEBI LODR.

I. I/we hereby report that, during the review period, the compliance status of the listed entity with the following requirements:

Compliance Requirement (Regulations/Circulars/ guidelines including specific clause)	**Compliance Status (Yes/No/ NA)**	**Observation/ Remark of the Practicing Company Secretary**
<u>**Secretarial Standards:**</u> The compliance of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	YES	The Company has complied with Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).
<u>**Adoption and timely updating of the Policies:**</u> A. All applicable policies under SEBI are	YES	The Company has not adopted certain policies prescribed under the SEBI (LODR) Regulations, 2015 and certain disclosures/documents

Regulations adopted with the approval of the Board of Directors of the listed entities. 3. All the policies are in conformity with SEBI Regulation and have been reviewed & timely updated as per the Regulations / circulars / guidelines.		required to be hosted on the website were not available/updated during the period under review.
Maintenance and disclosures on Website: a. The listed entity is maintaining a functional website. b. Timely dissemination of the documents/ information under a separate section on the website. c. 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.	No	The company has not maintained its functional website, and 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.
Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013.	YES	No director's disqualified during the audit period.
To examine details related to the subsidiaries of listed entities: (a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other Subsidiaries.	YES	The listed entity does not have any Material subsidiaries.
Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per the Policy Preservation of Documents and Archival policy is prescribed under SEBI (LODR) 2015.	YES	The Company has maintained and preserved all the statutory records and the Book & Accounts.

Performance Evaluation: The listed entity has conducted a performance evaluation of the Board, Independent Directors and the Committees at the start of every Financial year as prescribed in the SEBI Regulations.	YES	The Board evaluates the performance of the Company from time to time and takes necessary progressive action.
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 is obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ Rejected by the Audit Committee.	Yes	During the review period, as per information provided to us: a) All the related party transactions were executed on arm's length basis with the requisite approval taken in the Board Meeting and the Audit Committee. b) As per the information & documentation provided to us no such case was found.
Disclosure of events or information: The listed entity has provided all the required disclosures (s) under Reg. 30 along with Schedule III of SEBI LODR Regulations 2015 within the time limits prescribed thereunder.	Yes	The Company has made disclosure as required under Reg. 30 along with Schedule III of the SEBI LODR Regulations 2015.
Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	No	The company has not complied with Regulation 3(5) & 3 (6) SEBI (Prohibition of Insider Trading) Regulations, 2015. The Company is not maintaining a Structured Digital Database (SSD) Software and any other tools.
Actions taken by SEBI or Stock Exchange(s), if any: No Actions 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.	No	During the period under review, the Company/Promoters were subjected to penalties imposed by SEBI/Stock Exchange(s) for non-compliance with Regulation 6 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of the resignation of a statutory an auditor from the listed entity or any of its material subsidiaries during the	YES	During the FY, there is no change in the statutory Auditor of the Company

financial year, the listed entity and / or its material subsidiary(ies) has/have complied with paragraphs 6.1 and 6.2 of sections V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.		
Additional Non-compliances, if any: No additional non-compliance was observed for all SEBI regulation/ circular/guidance note, etc.	Yes	Under Section 11C (3) / 11C (5) of the SEBI Act, 1992, SEBI has issued a Summons to the company and the directors to produce the documents before the Investigating Authority.

FOR SANDEEP DUBEY & ASSOCIATES
PRACTICING COMPANY SECRETARIES

SANDEEP DUBEY
M. No. 47940
CP No. 17902
MUMBAI
COMPANY SECRETARY

SANDEEP A. DUBEY
PROPERITOR
M. NO. 47940.
CP NO.17902
UDIN: A047940H000507707

Place : Mumbai
DATE: 27/05/2026

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

ANNEXURE A

To
TARAPUR TRANSFORMERS LIMITED
S-112, 1st Floor, Rajiv Gandhi Commercial Complex, Ekta Nagar,
Kandivali (West), Mumbai, Maharashtra, India, 400067.

Our report of even date is to be read along with this letter.

1. Maintenance of records is the responsibility of the management of the listed entity. Our responsibility is to express an opinion on these records based on our verification of the same.

2. We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and “appropriateness of financial records and Books of Accounts of the listed entity.

4. Wherever required, we have obtained the Management representation about the compliance of SEBI laws, rules and regulations thereof.

5. The compliance of the provisions of SEBI laws, rules, regulations is the responsibility of management. Our examination was limited to the verification of compliances done by the listed entity.

6. As regards the books, papers, forms, reports and returns filed by the listed entity under the above-mentioned regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the listed entity under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.

7. This report 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 SANDEEP DUBEY & ASSOCIATES
PRACTICING COMPANY SECRETARIES

CS SANDEEP DUBEY
PROPERITOR
M. NO. 47940; COP: 17902

PLACE: MUMBAI
DATE: 27.05.2026