DHENU BUILDCON INFRA LIMITED

204, AAR PEE CENTRE 11TH ROAD, ANDHERI MIDC ANDHERI (EAST),
MUMBAI-400093, Mob: +91-9891095232
CIN: L10100MH1909PLC000300
E-mail: dhenubuildcon@gmail.com , Website: www.dhenubuildconinfra.com

Date: May 27, 2026

To,
The Department of Corporate
Service BSE Limited
Phiroze Jeejeebhoy
Towers, Dalal Street,
Mumbai-400001

SCRIP CODE – DHENUBUILD (501945) EQ - ISIN - INE758D01027

Subject: : Annual Secretarial Compliance Report (ASCR) for the financial year ended March 31,2026, under Regulation 24A(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 ("the Listing Regulations").

Dear Sir/Madam,

Pursuant to Regulation 24(2) of the Listing Regulations, please find enclosed herewith the Annual Secretarial Compliance Report (ASCR) of the Company for the financial year ended March 31,2026, issued by Secretarial Auditor of the Company.

This is for your information and record.

Thanking You

Yours faithfully,

For Dhenu Buildcon Infra Limited

KALPESH KANAIYALAL BHANUSHALI
Digitally signed by KALPESH KANAIYALAL BHANUSHALI
Date: 2026.05.27 21:50:51 +05'30'

Kalpesh Kanaiyalal Bhanushali
Whole Time Director and CFO
DIN: - 11200720

RAMESH CHANDRA BAGDI & ASSOCIATES
COMPANY SECRETARIES
31, SHRADDHANAND MARG, CHHAWANI, INDORE(MP)-452001
Email : rcbagdipcs@yahoo.in Mobile – 9827244043

Annual Secretarial Compliance Report
[Under Regulation 24A of SEBI (LODR) Regulations, 2015]

Secretarial Compliance Report of Dhenu Buildcon Infra Limited for the year ended 31st March, 2026

I, Ramesh Chandra Bagdi , Practicing Company Secretary, have examined:

a) **all the documents and records made available to me and explanation provided by Dhenu Buildcon Infra 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 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 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 (hereinafter referred as 'Listing Regulations');**

b) **Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the Company during the audit period)**

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 to the Company during the audit period)**

e) **Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)**

f) **Securities and Exchange Board of India (Issue and Listing of Non-Convertible**

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Securities) Regulations, 2021; (Not applicable to the Company during the audit period)

g) **Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;**

h) **The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;**

i) **The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019;**

j) **Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period)**

k) **The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; ((Not applicable to the Company during the audit period)**

and circulars/ guidelines issued there under 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 there under. 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
(Not Applicable to the Company during the audit period)										

b) **The listed entity has taken the following actions to comply with the observations made in previous reports** ***(No Observations were made in the previous report):***

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 (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 to the Company during the audit period)						

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 Standard:** The compliances of listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	Nil
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 entity	Yes	Nil
	• 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.	Yes	
	• Timely dissemination of documents/information under a separate section on the website	Yes	Nil
	• 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:** None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	Nil

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5.	**Details relating to subsidiaries of listed entities:** **a) Identification of material subsidiar y companies**	**N. A**	**Nil**

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	b) Requirements with respect to disclosure of material as well as other subsidiaries		
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 LODR Regulations, 2015**	**Yes**	**Nil**
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**	**Nil**
8.	**Related Party Transactions:** **a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.**	**Yes**	**Nil**
	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	**N.A**	**There were no such transactions during the review period**
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**	**Nil**
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**	**Nil**

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11.	**<u>Actions taken by SEBI or Stock Exchange(s), if any:</u>** **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 (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.**	**N. A**	**Nil**

12.	**<u>Resignation of Statutory Auditors from the Listed Entity or its material subsidiaries:</u>** **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**	**Nil**
13.	**<u>Additional non-compliances if any:</u>** **No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.**	**N. A**	**The Company does not have any additional non compliances.**

***Observations/Remarks by PCS are mandatory if the Compliance status is provided as "No" or**

"NA" <u>Assumptions & limitation of scope and review:</u>

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 our examination of relevant documents and information. This is neither an audit nor an expression of opinion.**

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3. **I 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 Ramesh Chandra Bagdi & Associates,
Company Secretaries,

CS Ramesh Chandra Bagdi
Proprietor
FCS No. 8276
CP No. 2871
UDIN: F008276H000497046

Date: 26/05/2026
Place: Indore