FRANKLIN INDUSTRIES LIMITED

(CIN: L74110GJ1983PLC092054**)**
Regd. off: A-207, Infinity Tower, Corporate Road, Prahalad Nagar, Satellite, Ahmedabad-380015
E-mail Id: muradprop1983@gmail.com, **Phone No:** 7621806491
Website: www.franklinindustries.in

Date: 28th May, 2026

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

Scrip Code: 540190
Symbol: FRANKLININD

To,
Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata – 700 001

Scrip Code: 023181

Dear Sir/Madam,

Sub.: Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulations, 2015 for the year ended on 31st March, 2026.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Secretarial Compliance Report for the Financial Year ended on 31st March, 2026.

Kindly take the same on your record and oblige us.

Thanking You.

For, Franklin Industries Limited

MAHESHKUMAR J PATEL

Digitally signed by MAHESHKUMAR J PATEL
DN: c=IN, o=Personal, 2.5.4.20=512de510ef12067933ad22e144f7734b8ec0d5c194dd6d9b32114728dbae05c7, postalCode=380001, st=Gujarat, serialNumber=13dd2cbbf04e7f5c681533ef7811faadb674971b2d73dbeb2a32cd4477d4fa93, cn=MAHESHKUMAR J PATEL
Date: 2026.05.28 17:16:15 +05'30'

Maheshkumar Jethabhai Patel
Managing Director
DIN: 10872459

ANNUAL SECRETARIAL COMPLIANCE REPORT OF FRANKLIN INDUSTRIES LIMITED FOR THE YEAR ENDED MARCH 31, 2026

We, Dhruvi Patel & Associates, Company Secretaries, Ahmedabad have examined:

(a) all the documents and records made available to us and explanation provided by **Franklin Industries 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 year ended **March 31, 2026** ("Review Period") in respect of compliance with the provisions of: -

(i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
(ii) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, 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 as amended from time to time;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended from time to time; **Not Applicable during the review period**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as amended from time to time; **Not Applicable during the review period**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time; **Not Applicable during the review period**

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;

(h) Securities and Exchange Board of India (Depositories & Participation) Regulations, 2018 as amended from time to time;

(i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 as amended from time to time;

(j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended from time to time; **Not Applicable during the Period under Review**

and circulars / guidelines issued thereunder;

and based on the above examination and explanation / clarification given by the Company and its officers, 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.	**1.**
Compliance Requirement (Regulations / circulars /guidelines including specific clause)	Compliance with respect to Submission of Annual Secretarial Compliance Report to the stock exchange.
Regulation / Circular No.	Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Deviations	Delayed Compliance with respect to Submission of Annual Secretarial Compliance Report to the stock exchange.
Action Taken by	Not Applicable
Type of Action	Not Applicable
Details of Violation	Delayed Compliance with respect to Submission of Annual Secretarial Compliance Report to the stock exchange.
Fine Amount	Nil
Observations / Remarks of the Practicing Company Secretary	The Company has not Submitted the Annual Secretarial Compliance Report as the provisions of Regulation 24A of SEBI LODR Regulations with the Stock Exchange within the Stipulated time.
Management Response	The Management has ensured that it shall take diligent steps for timely compliances in the future.
Remarks	The Company should ensure that compliance w.r.t. all the Applicable Provisions of Regulations 24A of the SEBI LODR

	Regulations are duly complied within stipulated time period in the future events.

Sr. No.	**2.**
Compliance Requirement (Regulations / circulars /guidelines including specific clause)	Compliance with requirement to Constitution of Audit Committee.
Regulation / Circular No.	Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Deviations	Non Compliance of Regulation 18 of SEBI (LODR) Regulations, 2015
Action Taken by	BSE
Type of Action	Fine levied
Details of Violation	Non Compliance of Regulation 18 of SEBI (LODR) Regulations, 2015 for the Quarter Ended 30th June, 2025
Fine Amount	Rs. 2,14,760/-
Observations / Remarks of the Practicing Company Secretary	The Company has not complied with the provisions of Regulation 18 of SEBI LODR Regulations with respect to Constitution of Audit Committee for the Quarter Ended 30th June, 2025.
Management Response	The Management has informed that due to inadvertently Company has shown wrong composition of Audit Committee. Company has filed the correct compositions for subsequent periods and will file the revised report for the said period. Also Company has ensured that it shall take diligent steps for true and fair compliances in the future.
Remarks	The Company should ensure that compliance w.r.t. the Regulations 18 of the SEBI LODR Regulations are duly complied in the future events.

Sr. No.	**3.**
Compliance Requirement (Regulations / circulars /guidelines including specific clause)	Compliance with requirement to appoint a qualified company secretary as the compliance officer.
Regulation / Circular No.	Regulation 6(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Deviations	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer
Action Taken by	BSE
Type of Action	Fine Levied
Details of Violation	Appointment of Qualified Company Secretary
Fine Amount	Rs. 1,06,200/-
Observations / Remarks of the Practicing Company Secretary	The Company has not complied with the provisions of Regulation 6(1) of SEBI LODR Regulations with respect to Appointment of Qualified Company Secretary as on year ended 31st March, 2025
Management Response	The management has represented that the Company is in the process of appointing a qualified Company Secretary

Remarks	The Company should ensure timely compliance of the appointing a qualified Company Secretary

Sr. No.	**4.**
Compliance Requirement (Regulations / circulars /guidelines including specific clause)	Compliance with requirement to Redressal of Investor Complaints.
Regulation / Circular No.	Regulation 13(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Deviations	Non-compliance with requirement to Non-Redressal of Investor Complaints
Action Taken by	BSE
Type of Action	Fine Levied
Details of Violation	Failure to ensure that adequate steps are taken for expeditious redressal of investor complaints.
Fine Amount	Rs. 77,880/-
Observations / Remarks of the Practicing Company Secretary	The Company has not complied with the provisions of Regulation 13(1) of SEBI LODR Regulations as there was Non-Redressal of Investor Complaints within stipulated time.
Management Response	The Management has ensured that it shall take diligent steps for timely compliances in the future.
Remarks	The Company should ensure that compliance w.r.t. the Regulations 13(1) of the SEBI LODR Regulations are duly complied in the future events.

Sr. No.	**6.**
Compliance Requirement (Regulations / circulars /guidelines including specific clause)	Compliance with requirement to Submission of the Scrutinizer's Report to the stock exchange.
Regulation / Circular No.	Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Deviations	Non-compliance with requirement to Submission of the Scrutinizer's Report to the stock exchange
Action Taken by	BSE
Type of Action	Fine levied
Details of Violation	Non-Submission of the Scrutinizer's Report to the stock exchange
Fine Amount	11,800/-
Observations / Remarks of the Practicing Company Secretary	The Company has not complied with the provisions of Regulation 44(3) of SEBI LODR Regulations with respect to Submission of Scrutinizer's Report to the stock exchange for the Extraordinary General Meeting held on 28th April, 2025.
Management Response	The Management has ensured that it shall take diligent steps for timely compliances in the future.

Remarks	The Company should ensure that compliance w.r.t. the Regulations 44(3) of the SEBI LODR Regulations are duly complied in the future events.

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

Sr. No.	Detail
Observations/ Remarks of the Practicing Company Secretary in the previous reports	Nil
Observations made in the secretarial compliance report for the year ended March 31, 2025	Nil
Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Nil
Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Nil
Remedial actions, if any, taken by the listed entity	Nil
Comments of the PCS on the actions taken by the listed entity	Nil

I. We hereby report that during the review period the compliance status of the listed entity with the following requirement:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1	**Secretarial Standards:** The compliances of listed entities are in accordance with the Secretarial Standards issued by ICSI.	Yes	-
2	**Adoption and timely updation of the Policies:** ● All applicable policies under SEBI Regulations are adopted with the	Yes	-

	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 re- directs to the relevant document(s)/ section of the website	Yes Yes Yes	- - -
4	**Disqualification of Director:** None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	We have relied on the Declarations submitted by each of the Directors regarding non-disqualification under Section 164 of the Companies Act, 2013.
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 Listed Company does not have any material 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; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes NA	The listed entity has obtained prior approval of Audit Committee for all related party transactions
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.	No	As per the Table provided above
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 except as provided under Separate paragraph herein.	Yes	-
12	**Resignation of statutory auditor from the listed entity or its material subsidiaries:** In case of statutory auditor from the listed entity or its material subsidiaries during the financial year, the listed entity and/or its material subsidiaries has/have complied with paragraph 6.1 and 6.2 of section V-D of V of master circular on compliance with the provisions of LODR Regulations by listed entities.	NA	-
13	**Additional non-compliances, if any:** No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No additional non-compliance was observed for any SEBI regulation / circular / guidance note etc. during the year under review.
14	**Others**		The Status of the Company shows as SDD Non-Compliant on the Website of BSE. The management has informed that due to an unforeseen technical issue/data corruption in the software system, the existing data could not be retrieved. Upon identifying the issue, the Company immediately

			initiated necessary corrective steps and is presently in the process of installing a new SDD software system to ensure seamless maintenance of records and continued regulatory compliance. The Company remains fully committed to adhering to all applicable SEBI regulations and is taking all necessary measures to strengthen the compliance mechanism and avoid recurrence of such issues in future.

Further in terms of SEBI Circular no SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 in respect requirement of disclosure of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of Listing Regulations- ***(Not applicable to the Company during the Review Period)***;

Our report is limited to scope and review as under;

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 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. We have followed the best possible practices and process as considered appropriate to obtain reasonable assurance about the correctness of the contents of the relevant secretarial records. The verification as done on test basis is to

reasonably ensure that correct facts are reflected in relevant secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

6. We have limited our review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof.

7. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

FOR, DHRUVI PATEL & ASSOCIATES,
COMPANY SECRETARIES

Dhruvi Rameshbhai Patel
Digitally signed by Dhruvi Rameshbhai Patel
Date: 2026.05.28 12:33:11 +05'30'

DHRUVI PATEL
PROPRIETOR
ACS No.: 42698
COP No.: 27936
FRN: S2025GJ1018200
PR No.: 7004/2025
UDIN: A042698H000513663
Date: 28/05/2026
Place: Ahmedabad