

VENTURA TEXTILES LIMITED

Regd. Office: 1010, MEADOWS, Sahar Plaza, J.B.Nagar, A.K.Road , Andheri (East), Mumbai- 400 059.

CIN: L21091MH1970PLC014865, Website: www.venturatextiles.com

Tel No: (91-22) 2834 4453 / 4475. Email: mkt2@venturatextiles.com

Date: 28th May, 2026

To,
The General Manager
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

Dear Sir/ Madam,

Sub.: Annual Secretarial Compliance Report for Financial Year – 2025-26
Ref.: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015
Scrip Code: 516098

Pursuant to Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report of Ventura Textiles Limited for the financial year 2025-26, issued by Sharma and Trivedi LLP (CP No: 22407) Practicing Company Secretaries.

Kindly take the same on your record.

Thanking You,

For and on behalf of

VENTURA TEXTILES LIMITED



P. M. Rao
Chairman & Managing Director
DIN: 00197973



SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000
C-316, 3rd Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,
Mulund (West), Mumbai – 400 080
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

Secretarial Compliance Report of Ventura Textiles Limited for the Financial Year ended March 31, 2026

{Pursuant to Regulation 3(b) of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08,
+2019 under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015}

We, M/s. Sharma and Trivedi LLP, (LLPIN: AAW-6850), Company Secretaries, Mumbai have examined:

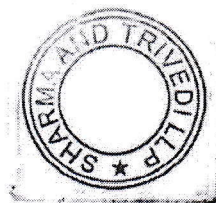
- (a) all the documents and records made available to us and explanation provided by
Ventura Textiles Limited having CIN: L21091MH1970PLC014865 (the "Company" "Listed
entity");
- (b) the filings/ submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity (website address: <https://www.venturatextiles.com/>); and
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this
Report;

for the Financial Year ended 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 thereunder; and
- (b) 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)
Regulations, 2018; (Not Applicable, as there was no instance during the year under review);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)
Regulations, 2011; (Complied with requirements: Ventura Texports Private Limited sold 1,25,000
Equity Shares to Mr. Pratham Thakkar through Off-Market Sale.)
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not
Applicable, as there was no instance during the year under review);
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity)
Regulations, 2021; (Not Applicable, as there was no instance during the year under review);
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities)
Regulations, 2021 (Not Applicable, as there was no instance during the year under review);
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and



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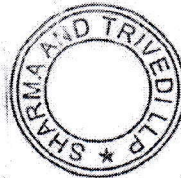
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(h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars/ guidelines issued thereunder; and based on the above examination, I/We hereby report that, during the Review Period:

(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 Practising Company Secretary	Management / Response	Remarks
1	The listed entity shall pay all such fees or charges, as applicable, to the Recognised stock exchange(s), in the manner specified by the Board or the Recognised stock exchange(s)	Regulation 14 of SEBI (LODR) Regulations, 2015	Delayed Payment of Listing Fees	Not Available	Not Available	Delay	Not Available	The Company paid the Listing Fees on 10 th November, 2025, instead of on or before 30 th April, 2025.	The Company has financial difficulties.	--
2	Submission of Annual Secretarial Compliance Report with stock Exchanges within sixty days from end of each financial year	Regulation 24A of SEBI (LODR) Regulations, 2015	There is One day Delay in filing XBRL of Secretarial Compliance Report with Stock Exchange	BSE Limited	Fine	There is One day Delay in filing XBRL of Secretarial Compliance Report with Stock Exchange	Rs.2,360/- including GST	There is One day Delay in filing XBRL of Secretarial Compliance Report with Stock Exchange	Due to some Technical issue the Company couldn't upload the XBRL on 30 th May, 2025. However, they	--



M. Vaidya

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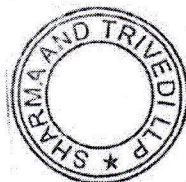
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									have filed the Secretarial Compliance Report in PDF format on 30 th May, 2025.	
3	Non- submission of shareholding pattern within the period prescribed for Quarter ended 30 th June, 2025	Regulation 31 of SEBI (LODR) Regulations, 2015	There is One day Delay in filing Shareholding pattern with Stock Exchange	BSE Limited	Fine	There is One day Delay in filing Shareholding pattern with Stock Exchange	Rs.2,360/- including GST	There is One day Delay in filing Shareholding pattern with Stock Exchange	Due to some technical issue there is delay of One day	--

(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 in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended 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
1.	The Board of Directors appointed the Company Secretary w.e.f. 10 th May, 2024, and complied with the requirement	The Board of Directors appointed the Company Secretary w.e.f. 10 th May, 2024, and complied with the requirement	SEBI (LODR) Regulations, 2015 Regulation 6(1) of SEBI(LODR)Regulations, 2015	Non- appointment of a qualified Company Secretary [BSE has imposed fine of Rs.1,000/- per day on the Company aggregating to Rs.46,020/- (incl. GST of Rs.7,020/-)]	The Board of Directors appointed the Company Secretary w.e.f. 10 th May, 2024, and complied with the requirement	N.A.



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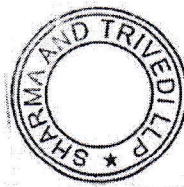
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2.	The Company submitted Corporate Governance Compliance Report, 2 days after the due date.	Non-submission of the Corporate Governance Compliance Report within the period provided under the SEBI (LODR) Regulations, 2015.	SEBI (LODR) Regulations, 2015 Regulation 27(2) of SEBI (LODR) Regulations, 2015	Non-submission of the Corporate Governance Compliance Report within the period provided under the SEBI (LODR) Regulations, 2015. [BSE Limited has imposed fine of Rs.2,000/- per day on the Company aggregating to Rs.4,720/- (incl. GST of Rs.720/-)]	Late submission and paid the fine for the same	N.A.
3.	Non - Submission of the Annual Report within the period under the Regulation 34 of SEBI (LODR) Regulations, 2015	Non - Submission of the Annual Report within the period under the Regulation 34 of SEBI (LODR) Regulations, 2015 BSE Limited has imposed fine of Rs.2,000/- per day on the Company	Regulation 34 of SEBI (LODR) Regulations, 2015	Non - Submission of the Annual Report within the period under the Regulation 34 of SEBI (LODR) Regulations, 2015 [BSE Limited has imposed fine of Rs.2,000/- per day on the Company aggregating to Rs.7,080/- (incl. GST of Rs.720/-)]	Late submission and paid the fine for the same	N.A.



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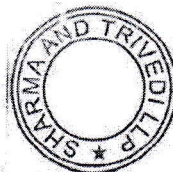
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4.	The Company paid the Listing Fees on 13 th November, 2024, instead of on or before 30 th April, 2024.	The Company paid the Listing Fees on 13 th November, 2024, instead of on or before 30 th April, 2024.	Regulation 14 of SEBI (LODR) Regulations, 2015	Delayed Payment of Listing Fees	The Company paid the Listing Fees on 13 th November, 2024, instead of on or before 30 th April, 2024.	N.A.
5.	Mr. Shyam Raghunath Karmarkar (DIN: 01365616) Non Executive independent Director of the Company completed Company Secretary his second and final term as w.e.f. the close of the business hours on 31 st March, 2024. However, the Company has intimated the same to Stock exchange on 10 th May, 2025.	The Company has inadvertently missed out to intimate the disclosure w.r.t. completion of second tenure of Mr. Shyam Raghunath Karmarkar (DIN: 01365616) as Non-Executive independent Director of the Company	Regulation 30 of SEBI (LODR) Regulations, 2015	Mr. Shyam Raghunath Karmarkar (DIN: 01365616) Non-Executive independent Director of the Company completed his second and final term as w.e.f. the close of the business hours on March 31, 2024. However, the Company has intimated the same to Stock exchange on 10 th May, 2025.	The Company has intimated the same to Stock Exchange on 10 th May, 2025.	N.A.
6.	The Company installed the required software to maintain the structured digital database w.r.t. unpublished price sensitive information on 24 th February, 2024.	The Company could log-in successfully, however, the information / disclosure is not reflected in the software w.r.t. unpublished price sensitive information.	Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Disclosure / Intimation through SDD Software not available	The Company has updated the Software	N.A.



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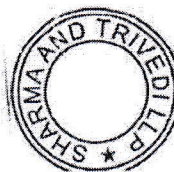
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	However, the Company's information is not reflected in the software	The Company has requested the Software provider to resolve the issue.				
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(I) I/we hereby report that during the review period 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 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 has been reviewed & timely updated 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 re-directs to the relevant document(s)/ section of the website	Yes Yes Yes	--
4.	Disqualification of Director: None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	
5.	Details related to Subsidiaries of listed entities: (a) Identification of material Subsidiary Companies (b) Requirements with respect to disclosure of material as well as other Subsidiaries	N.A.	As on 31 st March, 2026 the Company didn't have any Subsidiary Company



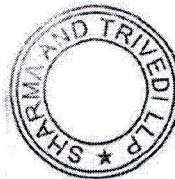
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6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 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 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 N.A.	--
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	
11.	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	Yes	
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.	N.A.	There was no Resignation of the Statutory Auditor during the year under review.



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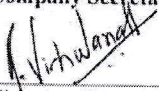
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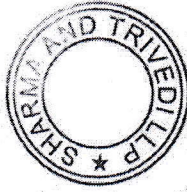
13.	Additional Non-compliances, if any: No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	N.A.	
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Assumptions & Limitation of scope and Review:

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 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.

For Sharma and Trivedi LLP
Company Secretaries


Vishwanath
Designated Partner
Membership No.: A14521
CP No.: 25099
UDIN: A014521H000523139
PR No.: 5560/2024



Date: 28th May, 2026
Place: Mumbai