



**meenakshi
(india) limited**

CIN - L74300TN1987PLC014678

Admn. Office:

New No. 29/16, Whites Road,
3rd Floor, Royapettah,
Chennai - 600 014. INDIA

Phone : 91-44-42636795

: 91-44-28582862

Email : contact@milgroup.net

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Date: 30.05.2025

**To,
The Asst. General Manager,
Department of Corporate Services,
The Calcutta Stock Exchange Limited,
7, Lyons Range Dalhousie,
Kolkata - 700001**

Dear Madam/Sir,

Sub: Submission of Annual Secretarial Compliance Report for the Financial year 2024-25

Ref: Scrip Code: 10023128

ISIN: INE208H01016

In pursuant to Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed Annual Secretarial Compliance Report for the Financial year 2024-25 ending 31st day of March, 2025 issued by M/s Mundhara & Co, Company Secretaries, Chennai as **Annexure-1**.

Please acknowledge the receipt and do the needful.

**Thanking You,
Yours faithfully,
For MEENAKSHI (INDIA) LIMITED**

Kanchan Rath

**KANCHAN RATHI
COMPANY SECRETARY**



APPAREL MANUFACTURERS & EXPORTERS

Regd. Office : New No. 29/16, Whites Road, IV Floor, Royapettah, Chennai - 14, INDIA. PH : 91-44-4263 6010, 2852 4629



Mundhara & Co.,

COMPANY SECRETARIES

JAGDISH P MUNDHARA, B.Com (Hons.), FCS

C1, Roop Chamber, 3rd Floor,
No. 43, Erulappan Street, Sowcarpet,
Chennai – 600 001.

Tel: 044 – 2536 8835

Email ID: mundhara_co@yahoo.co.in

May 26, 2025

To,
The Board of Directors,
M/s. MEENAKSHI (INDIA) LIMITED
New No. 29/16, Whites Road, IV Floor,
Royapettah,
Chennai – 600 014.

Dear Sir,

Sub: Annual Secretarial Compliance Report for the financial year 2024-25
(year ended on March 31, 2025)

We have been engaged by M/s. MEENAKSHI (INDIA) LIMITED ("the Company") (CIN: L74300TN1987PLC014678) whose equity shares are listed on The Calcutta Stock Exchange Limited (CSE) to conduct an audit in terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 to issue the Annual Secretarial Compliance Report thereon for the financial year 2024-25 (year ended on March 31, 2025).

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and circulars / guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively. Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars / guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with the Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. The required Annual Secretarial Compliance Report is enclosed with this letter.

Please acknowledge the receipt and do the needful.

Thanking you,
Yours faithfully,
For MUNDHARA & CO,
Company Secretaries
(ICSI Unique Code: S1988TN005000)
Peer Review Certificate No: 2155/2022



(JAGDISH P MUNDHARA)
Proprietor
FCS 2353 C.P. NO. 1443





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Secretarial Compliance Report of MEENAKSHI (INDIA) LIMITED
for the financial year ended March 31, 2025

To,
The Board of Directors,
M/s. MEENAKSHI (INDIA) LIMITED
New No. 29/16, Whites Road, IV Floor,
Royapettah,
Chennai – 600 014.

Dear Sirs,

We have examined:

- a) all the documents and records made available to us and explanation provided by M/s. MEENAKSHI (INDIA) LIMITED (*"the listed entity"*);
- b) the filings / submissions made by the listed entity to the stock exchanges;
- c) website of the listed entity; and
- d) any other document / filing, as may be relevant, which has been relied upon to make this certification,

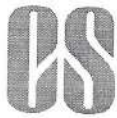
for the year ended March 31, 2025 (*"Review Period"*) in respect of compliance with the provisions of:

- 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 and amendments from time to time;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
- 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 (*was not applicable to the Company during the review period*);
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (*was not applicable to the Company during the review period*);





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- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (was not applicable to the Company during the review period);
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars/guidelines issued thereunder; and
- i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and circulars/guidelines issued thereunder

and based on the above examination, we hereby report that, during the Review Period:

- I. 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 (Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
Refer Annexure-1 attached to this report.										

- 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	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 Practicing Company Secretary on the actions taken by the listed entity
Refer Annexure-2 attached to this report.						





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II. We hereby report that, during the review period the compliance status of the listed entity is appended as below:

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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	The Company has duly complied with the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entityAll 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	The Company has adopted and updated the applicable policies.
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/information under a separate section on the websiteWeb-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 No	The Web-links provided in annual corporate governance report under Regulation 27(2) directs to the website of the Company. As informed by the management, the word/character limit provided in the specific columns restricts the Company from entering the complete and specific web-link and thus have entered the website address of the Company.
4.	Disqualification of Directors: None of the Director(s) of the Company is / are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	Yes	None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013.
5.	To examine details related to Subsidiaries of listed entities: <ul style="list-style-type: none">a) Identification of material subsidiary Companiesb) Disclosure requirement of material as well as other subsidiaries	Not Applicable	The Company does not have any Subsidiary Companies.





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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	The Company has complied with the SEBI Regulations for preserving and maintaining the prescribed records. However, we are unable to verify the archived documents on the website of the Company. As informed by the management, the web space available on the website of the Company is limited and accordingly the archived records are stored on the servers of the Company. The management has informed that the archived records are provided to the stakeholders as and when the same is called for.
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	The Company has duly conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year.
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 Company has obtained prior approval of Audit Committee for all Related Party transactions. Further, members approval for all the related party transactions has also been sought by the Company.
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	As informed by the management, the Company has provided all the disclosures as required under regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	As informed by the management, the Company has installed and maintained the structured digital database as contemplated under Regulation 3(5) & 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015. Further, on the basis of our verification of the log report generated from the digital database for the period under review, we have noted that there have been some instances of delays in updating the database while sharing the UPSIs.





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11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>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.</p>	Yes	<p>As informed by the management, the Calcutta Stock Exchange has admitted that the website of CSE had certain technical issues and accordingly, was reflecting the system generated penalties in respect of various non-compliances made during the financial year 2021-22; 2022-23; 2023-24 and 2024-25, even in those cases where the non-compliances was due to the technical glitches in the CSE portal.</p> <p>The aggregate amount of penalties as appearing in the CSE website is Rs.349280/-</p> <p>As informed by the management, the Company is in the advanced stages of discussion and are expecting the penalties to be deleted/waived shortly.</p>
12.	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</p> <p>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.</p>	Not Applicable	<p>There has been no change in the statutory auditors of the Company.</p>
13.	<p>Additional Non - compliances, if any:</p> <p>No additional non-compliance observed for any SEBI Regulation / circular / guidance note etc.</p>	Yes	<p>The other details of non-compliances are provided in <i>Annexure-1</i> to this report.</p>

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 certify 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;





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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 MUNDHARA & CO,

Company Secretaries

(ICSI Unique Code: S1988TN005000)

Peer Review Certificate No: 2155/2022

K. mundhara

(JAGDISH P MUNDHARA)

Proprietor

FCS 2353 C.P. NO. 1443



UDIN: F002353G000445103

Place: Chennai

Date : 26.05.2025



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Annexure – 1

(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 (Advisory / Clarification / Fine / Show Cause Notice / Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
01.	The Company is required to maintain a structured digital database containing the names of such persons or entities as with whom information is shared under this regulation along with PAN or any other identifier authorized by law where PAN is not available	Regulation 3 (5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 – Implementing the Digital Database.	On the basis of verification of the log report generated from the digital database for the period under review, it has been noted that there have been some instances of delays in updating the database while sharing the UPSIs.	No action is taken by the Exchange	No action is taken by the Exchange	On the basis of verification of the log report generated from the digital database for the period under review, it has been noted that there have been some instances of delays in updating the database while sharing the UPSIs.	Nil	On the basis of our verification of the log report generated from the digital database for the period under review, we have noted that there have been some instances of delays in updating the database while sharing the UPSIs.	The Company is generally prompt in updating the said software. However, there have been some instances where the delay has occurred due to a technical issue and scheduled maintenance of the software. Upon identifying the issue, the Company has promptly coordinated with the backend support team of the software provider to resolve the matter. Following the resolution of the technical issues, the requisite data was duly entered and updated in the SDD system in compliance with applicable regulations.	Nil





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Annexure – 2

(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	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 Practicing Company Secretary on the actions taken by the listed entity
1.	The Company has installed and maintained Structured digital database as contemplated under regulation 3(5) with effect from January, 2024.	March 31, 2024	The Company is required to maintain a structured digital database containing the names of such persons or entities as with whom information is shared under this regulation along with PAN or any other identifier authorized by law where PAN is not available	The Company has installed and maintained Structured digital database as contemplated under regulation 3(5) only with effect from January, 2024.	The Company has installed and maintained Structured digital database as contemplated under regulation 3(5) with effect from January, 2024.	The Company has installed and maintained Structured digital database.
2.	The Company has not obtained the approval of shareholders for appointment of one of the Independent Director on the Board within the prescribed time of three months as stipulated under regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	March 31, 2024	The listed entity shall ensure that approval of shareholders for appointment or re-appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.	The Company has not obtained the approval of shareholders for appointment of one of the Independent Director on the Board within the prescribed time of three months as stipulated under regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	With regard to regularization of the appointment of Independent Director at the General Meeting, the Company was unable to call such meeting as the Company did not had any other special business to call for the general meeting and the cost of convening and holding the meeting was also considerably high considering the Company being under the process of delisting its securities from the exchange. However, the said resolution was ratified and passed by the members at their Annual General Meeting held on September 26, 2023.	The Company has ratified the said resolution and the same was approved by the members at their Annual General Meeting held on September 26, 2023.

