

May 22, 2025

To,  
The Manager  
The Corporate Relationship Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

To,  
The Manager - Corporate Compliance  
National Stock Exchange of India Limited  
"Exchange Plaza", Bandra - Kurla  
Complex, Bandra (E),  
Mumbai - 400 051

**Scrip Code: 532419**

**Symbol: SMARTLINK**

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2025 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations")**

Dear Sir,

Pursuant to Regulation 24A of the LODR Regulations read with SEBI Circular No: CIR/CFD/CMDI/27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2025 issued by Mr. Shivaram Bhat, Practicing Company Secretary.

Kindly take this on record and acknowledge the receipt.

Thanking you,

Yours faithfully,

**For SMARTLINK HOLDINGS LIMITED**

**EDLAN FERNANDES**  
**COMPANY SECRETARY**  
**M. No. ACS 53614**

**SMARTLINK HOLDINGS LIMITED**

Registered Office : L-7, Verna Industrial Estate, Verna, Salcete, GA, 403722, IN  
Land Phone : +91 832 2885400 | Fax : +91 832 2783395  
investors@smartlinkholdings.com | www.smartlinkholdings.com

CIN : L67100GA1993PLC001341

Corporate Office : CITIPOINT, 7th Floor, Unit No. B-702,  
Andheri-Kurla Road, J. B. Nagar, Andheri (East), Mumbai - 400059,  
INDIA | Land Phone : +91 22 4961 7068

**SECRETARIAL COMPLIANCE REPORT OF**  
**SMARTLINK HOLDINGS LIMITED**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2025**

I have examined:

- (a) all the documents and records made available to me, and explanation provided by the listed entity **Smartlink Holdings Limited** [CIN: L67100GA1993PLC001341] ("**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 financial year ended 31st March, 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: *Not applicable as there was no reportable event 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 (Buyback of Securities) Regulations, 2018 - *Not applicable as there was no reportable event during the review period;*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - *Not applicable as there was no reportable event during the review period;*
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: *Not applicable as there was no reportable event during the review period;*
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Clause 6A and 6B of SEBI Circular- CIR/CFD/CMD1/114/2019 dated October 18, 2019

and based on 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/ guide-lines 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 |
|---------|--|--------------------------|------------|-----------------|--|----------------------|-------------|---|---------------------|---------|
| --NIL-- |  |                          |            |                 |  |                      |             |   |                     |         |





(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 ..... (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 |
|-----------|---|---|---|---|--|---|
| --N. A.-- |   |   |   |   |  |   |

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       | <u>Secretarial Standards:</u><br><br>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).  | Yes                           | None                         |
| 2       | <u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/ circulars/ guidelines issued by SEBI.</li> </ul> | Yes                           | None                         |



| Sr. No. | Particulars  | Compliance status (Yes/No/NA) | Observations/ Remarks by PCS |
|---------|--|-------------------------------|------------------------------|
| 3       | <u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website.</li> <li>Timely dissemination of the documents/ information under a separate section on the website.</li> <li>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.</li> </ul> | Yes                           | None                         |
| 4       | <u>Disqualification of Director:</u><br><br>None of the Director(s) of the listed entity is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.   | Yes                           | None                         |
| 5       | <u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> <ol style="list-style-type: none"> <li>Identification of material subsidiary companies.</li> <li>Disclosure Requirements of material as well as other subsidiaries.</li> </ol>  | Yes                           | None                         |
| 6       | <u>Preservation of Documents:</u><br><br>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                           | None                         |





| Sr. No. | Particulars   | Compliance status (Yes/No/NA) | Observations/ Remarks by PCS |
|---------|---|-------------------------------|------------------------------|
| 7       | <u>Performance Evaluation:</u><br>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees <del>at the start of every financial year/</del> during the financial year as prescribed in SEBI Regulations.   | Yes                           | None                         |
| 8       | <u>Related Party Transactions:</u><br>a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions;<br><br>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<br><br>NA                 | None                         |
| 9       | <u>Disclosure of events or information:</u><br>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                           | None                         |
| 10      | <u>Prohibition of Insider Trading:</u><br>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.   | Yes                           | None                         |
| 11      | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u><br><br>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)              | Yes                           | None                         |



| Sr. No. | Particulars   | Compliance status (Yes/No/NA) | Observations/ Remarks by PCS   |
|---------|---|-------------------------------|--|
|         | <del>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</del>   |                               |  |
| 12      | <u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u><br><br>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 are no instances of Resignation of Statutory Auditor during the year |
| 13      | <u>Additional non-compliances, if any:</u><br><br>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.   | Yes                           | None   |

I further, report that the listed entity is in compliance / not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

N.A.

#### 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. My responsibility is to certify based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I 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.

Place: Panaji, Goa  
Date : May 20, 2025



A handwritten signature in blue ink, appearing to read "Shivaram Bhat", written over a horizontal line.

**Shivaram Bhat**  
**Practicing Company Secretary**  
**ACS 10454 CP 7853 PR 1775/2022**  
**UDIN: A010454G000384993**