



NARENDRA PROPERTIES LTD.

Regd. Off. : Makanji House, 2nd Floor, # 49 (Old 25) Barnaby Road, Kilpauk, Chennai - 600 010.

CIN: L70101TN1995PLC031532

MAY 5, 2025

To
General Manager
Dept of Corporate Services
BOMBAY STOCK EXCHANGE LIMITED
THE CORPORATE RELATIONSHIP DEPARTMENT
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET,
MUMBAI – 400 001

Dear Sir,

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

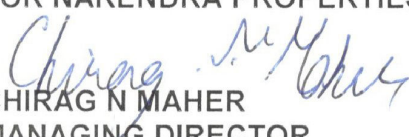
We are sending herewith the Annual Secretarial Compliance Report issued by M/s. Sneha Jain & Associates, Practising Company Secretaries, Chennai, for the financial year ended March 31, 2025, as per requirements of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) 2015.

We request you to kindly take the same on record and acknowledge.

Thanking You,

Yours faithfully,

FOR NARENDRA PROPERTIES LIMITED


CHIRAG N MAHER
MANAGING DIRECTOR
DIN: 00078373

Tel : +91 - 44 - 4269 6600 / 4958 6600 / 2644 6600 / 2647 6600

E-mail : info@narendraproperties.com Website : www.narendraproperties.com



To
The Board of Directors
Narendra Properties Limited
CIN: L70101TN1995PLC031532
Address: MAKHANJI HOUSE, 2nd Floor,
New No.49, Barnaby Road, Kilpauk
Chennai, Tamil Nadu, India - 600010

Dear Sirs,

Sub: Annual Secretarial Compliance report for the financial year ended March 31, 2025

We have been engaged by NARENDRA PROPERTIES LIMITED (hereinafter referred to as the Company) bearing CIN L70101TN1995PLC031532 whose equity shares are listed on BSE Limited (Scrip Code: 531415) to conduct an audit in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) 2015 as amended from time to time to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars / guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliance by the Company with provisions of all applicable SEBI regulations and circulars / guidelines issued thereunder from time to time and issue a report thereon.

This audit was conducted in accordance with 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.

Annual Secretarial Compliance Report is enclosed herewith.

FOR SNEHA JAIN & ASSOCIATES
COMPANY SECRETARIES

Sneha Jain

SNEHA JAIN
PROPRIETRIX

FCS: 8889 | C.P. NO. 10650



Place: Chennai

Date: May 5, 2025

UDIN – F008889G000263924



**ANNUAL SECRETARIAL COMPLIANCE REPORT
OF NARENDRA PROPERTIES LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**
(Pursuant to Reg. 24A of the SEBI (LODR) Regulations 2015)

We, Sneha Jain & Associates, Practising Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. Narendra Properties Limited (**“the Listed Entity”**) bearing CIN: L70101TN1995PLC031532.
- (b) the filings/ submissions made by the Listed Entity to the Stock Exchanges (Scrip Code: 531416 & ISIN: INE603F01012)
- (c) website of the listed entity, i.e., www.narendraproperties.com
- (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, 2025 (**“the 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 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 were no events to be reported 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 were no events to be reported during the Review Period.**





- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable as there were no events to be reported during the Review Period.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable as there were no events to be reported during the Review Period.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable as there were no events to be reported during the Review Period.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **Not applicable as there were no events to be reported during the Review Period.**
- (i) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018;
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

and circulars/ guidelines issued thereunder.

Based on the above examination, we hereby report that, during the Review Period the compliance status of the Listed entity is appended below:

S. No.	Particulars	Compliance Status (Yes / No / Not Applicable)	Observation / Remarks by Practicing Company Secretary
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).	Yes	As per information and explanation furnished to us and records verified by us, the Listed Entity has complied with the applicable regulations and standards to the extent feasible considering its limited extent of operations without any material deviations.
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 entities.	Yes	None





	<ul style="list-style-type: none">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: <ul style="list-style-type: none">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 redirects to the relevant document(s) / section of the website	Yes Yes Yes	None
4.	Disqualification of Director(s): 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.	Details related to subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none">Identification of material subsidiary companies.Disclosure requirement of material as well as other subsidiaries	NA NA	The Listed Entity does not have any 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 SEBI LODR Regulations, 2015.	Yes	None
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	As per the records maintained by the Listed Entity, the performance evaluation has been conducted during the year.
8.	Related Party Transactions:	Yes	None





	<ul style="list-style-type: none">The listed entity has obtained prior approval of audit committee for all related party transactions;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	
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	The company has provided intimation about the NCLT process relating to loan recovery in one case. However, periodic update of the progress of the case has not been disseminated to the Exchange.
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	As per the information and explanation furnished to us, the Promoters and other insiders have not bought, sold or encumbered their shares during the Review Period.
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 (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.	Yes	None
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	NA	There has been no change in Auditors during the Review Period.





	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		
13.	Additional non-compliance, if any: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above	Yes	None

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 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.
5. This report is limited to the statutory compliance of laws / regulations / guidelines listed in our report which have been complied with by the Listed Entity up to the date of this report pertaining to the financial year ended March 31, 2025
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on random test basis.





7. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed, provide a reasonable basis for this compliance report.

FOR SNEHA JAIN & ASSOCIATES
COMPANY SECRETARIES

Sneha Jain

SNEHA JAIN
PROPRIETRIX

FCS: 8889 | C.P. NO. 10650



Place: Chennai

Date: May 5, 2025

UDIN – F008889G000263924