

28th May, 2025

BSE Limited

Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai-400 001
Scrip Code: 500139

NSE Limited

Department of Corporate Services
Exchange Plaza, Bandra,
Kurla Complex, Bandra (West),
Mumbai-400 051
Scrip Code: FEDDERELEC

ISIN: INE249C01011 – FEDDERS ELECTRIC AND ENGINEERING LIMITED

Sub: Annual Secretarial Compliance Report for the Financial Year 2024-25.

Ref: Regulation 24A of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time.

Dear Sir/Ma'am,

In compliance to the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, kindly find enclosed herewith Secretarial Compliance Report for the Financial Year ended 31st March 2025 issued by M/s. Chetna Bhola & Associates, Company Secretary in practice.

This is for your kind information and record please.

Thanking you,
Yours Truly

For FEDDERS ELECTRIC AND ENGINEERING LIMITED

**PRAMOD KUMAR
COMPANY SECRETARY & COMPLIANCE OFFICER**





Off.: A-19, Suncity Vatsal Valley, Sector-2, Gurugram -122003, Haryana
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: +91-8745860745; +91-7988842449

Email: compliance@shukraa.in; chetnabhola@gmail.com

**SECRETARIAL COMPLIANCE REPORT OF FEDDERS ELECTRIC AND ENGINEERING
LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**

We have examined:

- (a) all the documents and records made available to us and explanation provided by Fedders Electric and Engineering Limited (CIN: L29299UP1957PLC021118), a Company incorporated under the Companies Act, 1956 having registered office at 6 and 6/1 UPSIDC Industrial Area, Sikandrabad, Bulandshahr, Uttar Pradesh – 203205 (“**the listed entity**” / “**the Company**”),
- (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 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, as amended from time to time;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; *[Not Applicable as there was no reportable event during the period 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 reportable event during the period under review]*



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(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
[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;

(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:

(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	Details of Violation	Fine Amount (₹)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
NA										

We further report that:

- (i) The Company went into Corporate Insolvency Resolution Process under the provisions of the Insolvency and Bankruptcy Code, 2016 ("Code") in terms of order passed by the Hon'ble National Company Law Tribunal ("NCLT"), Allahabad Bench with effect from 14th August, 2019 and the powers of Board of Directors of the Company stand suspended effective from the CIRP commencement date and such powers along with the management of affairs of the Company are vested with the IRP in accordance with the provisions of Section 17 and 23 of the Insolvency Code read with Regulation 15(2A) & (2B) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Its affairs, business, and assets were being managed by the Insolvency Professional, Mr. Ashok Kumar Gulla, appointed as Interim Resolution Professional by the NCLT, Allahabad vide order dated 14th August, 2019 and continued as Resolution Professional by the approval of Committee of Creditors in its meeting held on 12th September, 2019 under provisions of the Code. Further, the Hon'ble NCLT, Allahabad bench vide its order dated 06.10.2021 has approved the Resolution Plan submitted by Fedders Holding Limited (formerly IM+ Capitals Limited);



- (ii) The share capital before initiation of Corporate Insolvency Resolution Process (CIRP) of the Company is extinguished on 6th October, 2021 and the Company has allotted new share capital (post CIRP) on 3rd December, 2021 in pursuance of the Resolution Plan approved by Hon'ble NCLT, Allahabad vide its order dated 6th October, 2021. As explained by the management, the Company has already intimated to the Stock Exchanges regarding issue of share capital in pursuance of resolution plan;
- (iii) The Company had filed its application before Securities Exchange Board of India ("SEBI") and Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited, for the purpose of listing of 3,00,00,000 equity shares issued pursuant to resolution plan approved by Hon'ble National Company Law Tribunal, Allahabad bench, Prayagraj ("NCLT"). The Company had made various discussions and correspondence with SEBI and stock exchanges in view of the same and after detailed discussions in this regard and considering the options given by the stock exchanges, the management of the company had decided to opt for delisting of shares of the company from all stock exchanges i.e. NSE and BSE ("Stock Exchanges"). Accordingly, the application had been moved to the NCLT seeking amendment in resolution plan in view of decision of the Board to delist the company from all stock exchanges and the same was filed with NCLT on 17.06.2023 to amend the order and include the clause of delisting of shares.

Further, the Company has withdrawn the application from NCLT vide order dated 04.09.2024.

- (iv) The Company is non-compliant w.r.t. maintain minimum public shareholding in terms of Securities Contracts (Regulation) Act, 1956 read with the Securities Contracts (Regulation) Rules, 1957.
- (v) The Company had made delayed filing of e-form PAS-3 – ₹1,200 (SRN dated 06/07/2024), e-form CHG-1 – ₹3,600 (SRN dated 15/07/2024), e-form PAS-3 – ₹1,200 (SRN dated 27/08/2024), e-form PAS-3 – ₹1,200 (SRN dated 28/08/2024), e-form CRA-2 – ₹7,200 (SRN dated 23/08/2024), e-form PAS-3 – ₹1,200 (SRN dated 03/09/2024), e-form PAS-3 – ₹1,200 (SRN dated 09/09/2024), e-form PAS-3 – ₹2,400 (SRN dated 17/09/2024), e-form MGT-7 – ₹300 (SRN dated 02/12/2024), e-form CRA-4 – ₹1,200 (SRN dated 28/10/2024), e-form CHG-1 – ₹3,600 (SRN dated 18/02/2025) and e-form MGT-14 – ₹2,400 (SRN dated 25/02/2025) to the Office of Registrar of Companies (ROC).

(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	Observations made in the secretarial compliance report for the year ended March 31, 2024	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)	(2)	(3)	(4)	(5)	(6)	(7)
1.	Pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015, the	Pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015, the listed	The listed entity shall submit a compliance certificate to the exchange, duly signed by both the	Pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015 the listed entity had :	The Company did not submit the Compliance Certificate for the year ended March 31, 2024, as required under Regulation 7(3) of SEBI (LODR) Regulations, 2015, since all equity shares of the Company	Pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015 the listed entity had : (i) made delayed submission of the



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(1)	(2)	(3)	(4)	(5)	(6)	(7)
	listed entity had : (i) made delayed submission of the Compliance Certificate for the financial year ended March 31, 2023 on May 18, 2023; and (ii) not submitted the Compliance Certificate for the financial year ended March 31, 2024	entity had : (i) made delayed submission of the Compliance Certificate for the financial year ended March 31, 2023 on May 18, 2023; and (ii) not submitted the Compliance Certificate for the financial year ended March 31, 2024	compliance officer of the listed entity and the authorised representative of the share transfer agent, wherever applicable, within thirty days from the end of the financial year, certifying compliance with the requirements of sub- regulation (2).	(i) made delayed submission of the Compliance Certificate for the financial year ended March 31, 2023 on May 18, 2023; and (ii) not submitted the Compliance Certificate for the financial year ended March 31, 2024	are presently held in physical form. Further, the Company has initiated the process of delisting its equity shares and has filed an application before the Hon'ble NCLT seeking amendment in the approved resolution plan to permit such delisting.	Compliance Certificate for the financial year ended March 31, 2023 on May 18, 2023; and (ii) not submitted the Compliance Certificate for the financial year ended March 31, 2024
2.	The listed entity had not made submission of the Certificate pursuant to Regulation 40(9)& (10) of the SEBI(LODR) Regulations, 2015 for the financial year ended March 31, 2023 and March 31, 2024	The listed entity had not made submission of the Certificate pursuant to Regulation 40(9)& (10) of the SEBI(LODR) Regulations, 2015 for the financial year ended March 31, 2023 and March 31, 2024	The listed entity shall ensure that the share transfer agent and/or the in-house share transfer facility, as the case may be, produces a certificate from a practicing company secretary within thirty days from the end of the financial year, certifying that all certificates have been issued within thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies	The listed entity had not made submission of the Certificate pursuant to Regulation 40(9)& (10) of the SEBI(LODR) Regulations, 2015	The Company did not submit the Certificate pursuant to Regulation 40(9) & (10) of the SEBI(LODR) Regulations, 2015 for the financial year ended March 31, 2023 and March 31, 2024, since all equity shares of the Company are presently held in physical form. Further, the Company has initiated the process of delisting its equity shares and has filed an application before the Hon'ble NCLT seeking amendment in the approved resolution plan to permit such delisting.	The listed entity had not made submission of the Certificate pursuant to Regulation 40(9)& (10) of the SEBI(LODR) Regulations, 2015 for the financial year ended March 31, 2023 and March 31, 2024



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(1)	(2)	(3)	(4)	(5)	(6)	(7)
3.	The listed entity has not submitted Corporate Governance Report for the quarter ended June, 2022	The listed entity has not submitted Corporate Governance Report for the quarter ended June, 2022	Regulation 27(2) of the SEBI (LODR) Regulations, 2015: The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognised stock exchange(s) within twenty one days from the end of each quarter	The listed entity had not submitted Corporate Governance Report for the quarter ended June, 2022	The listed entity was under Corporate Insolvency Resolution Process ("CIRP") and after the approval of Resolution plan and NCLT order dated 06.10.2021, the Company was given a time frame of 12 months to complete all the compliances and the listed entity was in a process to update the Directors on the board.	The listed entity was under CIRP and after the approval of Resolution plan and NCLT order dated 06.10.2021, the Company was given a time frame of 12 months to complete all the compliances and the listed entity was in a process to update the Directors on the board.
4.	The listed entity had delayed submitted Shareholding Pattern for the quarter ended June, 2022	The listed entity had delayed submitted Shareholding Pattern for the quarter ended June, 2022	Regulation 31(1)(b) of the SEBI (LODR) Regulations, 2015: The listed entity shall submit to the stock exchange(s) a statement showing holding of securities and shareholding pattern separately for each class of securities, in the format specified by the Board on a quarterly basis, within twenty one days from the end of each quarter	The listed entity had made delayed submission of Shareholding Pattern for the quarter ended June, 2022	The listed entity was under CIRP and after the approval of Resolution plan and NCLT order dated 06.10.2021, the Company was given a time frame of 12 months to complete all the compliances and the listed entity was in a process to update the Directors on the board.	The listed entity was under CIRP and after the approval of Resolution plan and NCLT order dated 06.10.2021, the Company was given a time frame of 12 months to complete all the compliances and the listed entity was in a process to update the Directors on the board.
5.	The listed entity has not submitted investor complaints for	The listed entity has not submitted investor complaints for	Regulation 13(3) of the SEBI (LODR) Regulations, 2015: The listed entity	The listed entity has not submitted investor complaints for the quarter ended	The listed entity was under CIRP and after the approval of Resolution plan and NCLT order dated 06.10.2021, the Company was given a time frame of 12 months to	The listed entity was under CIRP and after the approval of Resolution plan and NCLT order dated 06.10.2021, the



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(1)	(2)	(3)	(4)	(5)	(6)	(7)
	the quarter ended June, 2022	the quarter ended June, 2022	shall file with the recognised stock exchange(s) on a quarterly basis, within twenty one days from the end of each quarter, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter	June, 2022	complete all the compliances and the listed entity was in a process to update the Directors on the board.	Company was given a time frame of 12 months to complete all the compliances and the listed entity was in a process to update the Directors on the board.
6.	The listed entity had made delayed submission Compliance Certificate pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015 for the financial year ended March 31, 2022 and the same was submitted on 29.07.2022.	The listed entity had made delayed submission Compliance Certificate pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015 for the financial year ended March 31, 2022 and the same was submitted on 29.07.2022.	Regulation 7(3) of the SEBI(LODR) Regulations, 2015: The listed entity shall submit a compliance certificate to the exchange, duly signed by both the compliance officer of the listed entity and the authorised representative of the share transfer agent, wherever applicable, within thirty days from the end of the financial year, certifying compliance with the requirements of sub- regulation (2).	The listed entity had made delayed submission of Compliance Certificate pursuant to Regulation 7(3) of the SEBI(LODR) Regulations, 2015	The listed entity had made delayed submission Compliance Certificate pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015 for the financial year ended March 31, 2022 on 29.07.2022.	The listed entity had made delayed submission Compliance Certificate pursuant to Regulation 7(3) of the SEBI (LODR) Regulations, 2015 for the financial year ended March 31, 2022 and the same was submitted on 29.07.2022.
7.	Pursuant to Regulation 40(9) and (10)	Pursuant to Regulation 40(9)& (10) of	Regulation 40(9) & (10) of the SEBI(LODR)	Pursuant to Regulation 40(9) and (10) of the	The listed entity had made delayed submission of the certificate for the financial year ended March 31,	The listed entity had made delayed submission of the certificate for the financial



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(1)	(2)	(3)	(4)	(5)	(6)	(7)
	of the SEBI(LODR) Regulations, 2015, the listed entity made the delayed submission of the Certificate for the financial year ended March 31, 2022 on 28.07.2022 and have not made the submission for the financial year ended March 31, 2022	the SEBI(LODR) Regulations, 2015, the listed entity made the delayed submission of the Certificate for the financial year ended March 31, 2022 on 28.07.2022 and have not made the submission for the financial year ended March 31, 2022	Regulations, 2015: The listed entity shall ensure that the share transfer agent and/or the in-house share transfer facility, as the case may be, produces a certificate from a practicing company secretary within thirty days from the end of the financial year, certifying that all certificates have been issued within thirty days of the date of lodgement for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies	SEBI(LODR) Regulations, 2015, the listed entity had made delayed submission of the certificate for the financial year ended March 31, 2022 and not made submission for March 31, 2023	2022 and not made submission for March 31, 2023.	year ended March 31, 2022 and not made submission for March 31, 2023.
8.	The listed entity had not given prior intimation of Board Meeting in which financial results was approved by the Board of Directors pursuant to Regulation 29 of the SEBI(LODR) Regulations, 2015 and	The listed entity had not given prior intimation of Board Meeting in which financial results was approved by the Board of Directors pursuant to Regulation 29 of the SEBI(LODR) Regulations, 2015 and submitted the delayed	Regulation 29 of the SEBI(LODR) Regulations, 2015: The listed entity shall give prior intimation to stock exchange about the meeting of the board of directors as prescribed under the regulations.	The listed entity had not given prior intimation of Board Meeting in which financial results was approved by the Board of Directors pursuant to Regulation 29 of the SEBI(LODR) Regulations, 2015, for the quarter ended June 30, 2022	The listed entity had not given prior intimation of Board Meeting in which financial results was approved by the Board of Directors pursuant to Regulation 29 of the SEBI (LODR) Regulations, 2015 and submitted the delayed intimation.	The listed entity had not given prior intimation of Board Meeting in which financial results was approved by the Board of Directors pursuant to Regulation 29 of the SEBI(LODR) Regulations, 2015 and submitted the delayed intimation.



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(1)	(2)	(3)	(4)	(5)	(6)	(7)
	submitted the delayed intimation	intimation.				
9.	The listed entity had not submitted the unaudited financial results for the quarter ended June 30, 2022 within the prescribed timeline pursuant to Regulation 29 of the SEBI (LODR) Regulations, 2015 and the results were submitted to the Stock Exchanges on October 01, 2022.	The listed entity had not submitted the unaudited financial results for the quarter ended June 30, 2022 within the prescribed timeline pursuant to Regulation 29 of the SEBI (LODR) Regulations, 2015 and the results were submitted to the Stock Exchanges on October 01, 2022.	Regulation 33 of the SEBI (LODR) Regulations, 2015: The listed entity shall submit quarterly and year-to-date standalone financial results to the stock exchange within forty-five days of end of each quarter along with limited review report issued by the Statutory Auditors of the Company, other than the last quarter.	The listed entity had not submitted the unaudited financial results for the quarter ended June 30, 2022 within the prescribed timeline and the results were submitted to the Stock Exchanges on October 01, 2022.	The listed entity had not submitted the unaudited financial results for the quarter ended June 30, 2022 within the prescribed timeline pursuant to Regulation 29 of the SEBI (LODR) Regulations, 2015 and the results were submitted to the Stock Exchanges on October 01, 2022.	The listed entity had not submitted the unaudited financial results for the quarter ended June 30, 2022 within the prescribed timeline pursuant to Regulation 29 of the SEBI (LODR) Regulations, 2015 and the results were submitted to the Stock Exchanges on October 01, 2022.
10.	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022 which was not within the timeline prescribed u/r 23(9) of the SEBI(LODR) Regulations, 2015	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022 which was not within the timeline prescribed u/r 23(9) of the SEBI(LODR) Regulations, 2015	Regulation 23(9) of the SEBI (LODR) Regulations, 2015: The listed entity shall submit to the stock exchanges disclosures of related party transactions in every six months in the format as specified by the Board from time to time, and publish the same on its website	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022 which was not within the timeline prescribed u/r 23(9) of the SEBI(LODR) Regulations, 2015	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022 which was not within the timeline prescribed u/r 23(9) of the SEBI(LODR) Regulations, 2015



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(1)	(2)	(3)	(4)	(5)	(6)	(7)
11.	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022 which was not within the timeline prescribed u/r 23(9) of the SEBI(LODR) Regulations, 2015	The listed entity had made delayed submission of related party transactions for six months ended September 30, 2022 which was not within the timeline prescribed u/r 23(9) of the SEBI(LODR) Regulations, 2015	Regulation 24A of the SEBI (LODR) Regulations, 2015: Every listed entity shall submit a secretarial compliance report in such form as specified, to stock exchanges, within sixty days from end of each financial year	The listed entity had made delayed submission of Secretarial Compliance Report for the financial year ended March 31, 2022.	The listed entity had made delayed submission of Secretarial Compliance Report for the financial year ended March 31, 2022 on October 13, 2022.	The listed entity had made delayed submission of Secretarial Compliance Report for the financial year ended March 31, 2022 on October 13, 2022.
12.	The listed entity had made delayed submission of Annual Report for the financial year ended March 31, 2022 on December 13, 2022	The listed entity had made delayed submission of Annual Report for the financial year ended March 31, 2022 on December 13, 2022	Regulation 34(1) of the SEBI (LODR) Regulations, 2015: The listed entity shall submit to the stock exchange and publish on its website- (a) a copy of the annual report sent to the shareholders along with the notice of the annual general meeting not later than the day of commencement of dispatch to its shareholders; (b) in the event of any changes to the annual report, the revised copy along with the details of and explanation for the changes shall be sent not later than 48 hours after the annual general	The listed entity had made delayed submission of Annual Report for the financial year ended March 31, 2022	The listed entity had made delayed submission of Annual Report for the financial year ended March 31, 2022 on December 13, 2022	The listed entity had made delayed submission of Annual Report for the financial year ended March 31, 2022 on December 13, 2022



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(1)	(2)	(3)	(4)	(5)	(6)	(7)
			meeting.			
13.	The listed entity had not taken the omnibus approval for related party transactions to be entered during the financial year 2022-23 pursuant to Section 177 of the Companies Act, 2013 and Regulation 23(2) of SEBI (LODR) Regulations, 2015	The listed entity had not taken the omnibus approval for related party transactions to be entered during the financial year 2022-23 pursuant to Section 177 of the Companies Act, 2013 and Regulation 23(2) of SEBI (LODR) Regulations, 2015	Section 177 of the Companies Act, 2013 and Regulation 23(2) of the SEBI (LODR) Regulations, 2015: Omnibus approval for related party transactions for the financial year 2022-23	The listed entity had not taken the omnibus approval for related party transactions to be entered during the financial year 2022-23	--	The listed entity had not taken the omnibus approval for related party transactions to be entered during the financial year 2022-23 pursuant to Section 177 of the Companies Act, 2013 and Regulation 23(2) of SEBI (LODR) Regulations, 2015.

(c) 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).	No	The company is non-compliant of the Secretarial Standards-1 (SS-1) issued by the Institute of Company Secretaries of India and Section 118(10) of the Companies Act, 2013.
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 All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI. 	No	The policies are not updated in conformity with the SEBI Regulations.



CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: A-19, Suncity Vatsal Valley, Sector-2, Gurugram -122003, Haryana
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: +91-8745860745; +91-7988842449

Email: compliance@shukraa.in; chetnabhola@gmail.com

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
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 re-directs to the relevant document(s)/ section of the website 	Yes	The website of the listed entity is not separate and linked with website of its holding company i.e. Fedders Holding Limited (formerly known as IM+ Capitals Limited) and not functional as per the requirement of the SEBI Regulations.
4.	Disqualification of Director: None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes, none of the Directors are disqualified.	
5.	Details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as Other subsidiaries	N.A.	There are no material subsidiaries of the listed entity.
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 the LODR Regulations.	No	The listed entity is not preserving and maintaining records as prescribed under SEBI LODR Regulations, 2015
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; or	Yes	
	(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.	N.A.	No such event reported during the period under review.



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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations 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	The listed entity is required to strengthen the mechanism to identify the UPSI events in accordance with SEBI (PIT) Regulations, 2015.
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 (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, except in the matters as stated in this compliance report	
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.	Yes	M/s. Rajiv Malhotra & Associates, Chartered Accountants, tendered their resignation as Statutory Auditors of the Company vide letter dated November 14, 2024, cited reason of pre-occupation with other assignments, time constraints, and limited manpower as the reasons for their inability to continue. Further, to fill the resulting casual vacancy, the Board appointed M/s. O. Aggarwal & Co., Chartered Accountants (Firm Regn. No. 005755N) as Statutory Auditors of the Company for the financial year 2024-25, dated December 17, 2024. The said appointment was subsequently approved by the shareholders at the Extra-



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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
			Ordinary General Meeting held on January 16, 2025.
13.	Additional non-compliances observed: No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported here.	Yes, except in the matters as stated in this compliance report	

*Observation / Remarks by PCS are mandatory if the Compliance is provided as 'No' or 'NA'

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.
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 M/s Chetna Bhola & Associates

Company Secretaries

Peer Review No.: 2573/2022

CHETNA
BHOLA

Digitally signed by
CHETNA BHOLA
Date: 2025.05.27
13:20:31 +05'30'

Chetna Bhola
Partner

Date: May 27, 2025

Place: Gurugram

Mem. No.: A41283; C.P. No.: 15802

UDIN: A041283G000452474