G.V. AND ASSOCIATES
Company Secretaries
Partners :
G. Vasudevan, B.Com, LL.B, FCS
L. Bharathi, B.A.(CS), FCS
V. Nithya, B.Com, ACS
N. Srividhya, B.Com, ACS

Coimbatore Office :
'G.V. Enclave' 18/30, Ramani Street,
K.K. Pudur, Saibaba Colony
(Opp. Road to Saibaba Colony
Hotel Annapoorna Road - 4th Right)
Coimbatore - 641 038.

Chennai Office : New No. 161-3, Old No. 72-3,
Second Floor, Jayalakshmi S1, Lake View Road,
West Mambalam, Chennai - 600 033.

SECRETARIAL COMPLIANCE REPORT
OF
M/S. SALZER ELECTRONICS LIMITED
FOR THE FINANCIAL YEAR ENDED 31.03.2025

We have conducted a review of the compliance with applicable statutory provisions and the adherence to good corporate practices by M/s. Salzer Electronics Limited (hereinafter referred as 'the listed entity'), having its Registered Office at Samichettipalayam, Jothipuram Post, Coimbatore - 641047. The secretarial reviewwas conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts and statutory compliances of the listed entity and for expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the listed entity as well as the information and explanations provided by its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on 31.03.2025, complied with the applicable statutory provisions as listed hereunder, to the extent and in the manner as stated in this report, subject to the observations the reporting made hereinafter:

We, G.V and Associates, Company Secretaries have examined:

(a) All the documents and records made available to us and explanation provided by the listed entity;

(b) The filings and submissions made by the listed entity to the stock exchanges;

(c) The website of the listed entity;

(d) Any other document or filing, as may be relevant, which has been relied upon for the purpose of this report,

For the financial year ended 31.03.2025 ("Review Period") we have examined the compliance of the listed entity 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, along with the applicable circulars and guidelines issued thereunder, which have been examined during the review period, include the following:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements - LODR) Regulations,2015;

(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 (Buyback of Securities) Regulations, 2018 - *Not Applicable to the Listed Entity during the Review Period;*

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- *Not Applicable to the Listed Entity during the Review Period*;

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- *Not Applicable to the Listed Entity during the Review Period*;

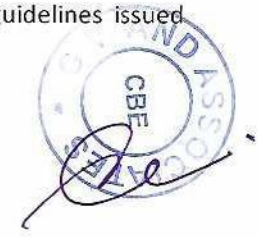
(g) Securities and Exchange Board of India (Prohibition of Insider Trading - PIT) Regulations, 2015;

(h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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/ guidelines 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	SEBI (LODR) Regulations, 2015	7(3)	There was a delay of 2 months and 25 days in the submission of the required certificate to the Bombay Stock Exchange (BSE).	BSE	On 25.07.2024, the listed entity received an email from the BSE regarding the non-submission of certificate. In the said communication BSE advised to place the advisory letter before its Board of Directors and to communicate the Comments of the board to the Exchange.	Delay in submission	Nil	The due date for submission of certificate for the financial year ended 31.03.2024 under the said regulation was 30.04.2024. However, the listed entity submitted the same to the BSE on 25.07.2024, resulting in delay of 2 months and 25 days.	Noted in Board Meeting dated 06.08. 2024 and subsequently intimated the Board Comments to Exchange	Nil
2	SEBI (LODR) Regulations, 2015	24A	There was a delay of 14 days in the submission of the certificate in PDF format to the BSE	BSE	On 28.06.2024, the listed entity received an email from the BSE regarding the non-submission of Certificate in PDF format. In the said communication, BSE advised to place the advisory letter before its Board of Directors and to communicate the Comments of the board to the Exchange and to pay fine of Rs.35,400/-.	Delay in submission	35400	The due date for submission of certificate for the financial year ended 31.03.2024 under the said regulation was 30.05.2024. However, the listed entity submitted the same in PDF format to the BSE on 14.06.2024, resulting in a delay of 14 days.	The fine was paid and Noted in Board Meeting dated 06.08. 2024 and subsequently intimated the Board Comments to the Exchange.	Nil

(b) The listed entity has taken the following actions to comply with the observations made in previous reports: Not Applicable.

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 of India (ICSI)	Yes	Nil
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 have been reviewed & updated on time, as per the regulations /circulars / guidelines issued by SEBI.	Yes Yes	Nil
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 redirects to the relevant document(s)/section of the website.	Yes Yes Yes	Nil
4	**Disqualification of Director:** 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	Nil

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
5	**Details related to Subsidiaries of listed entities have been examined w.r.t.:** Identification of material subsidiary companies. Disclosure requirement of material as well as other subsidiaries.	NA	The Company does not have any material subsidiary as per the applicable regulations of the SEBI (LODR) Regulations, 2015
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	Nil
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	Nil
8	**Related Party Transactions:** 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 Yes	Nil
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 there under.	Yes	Nil

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
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	Nil
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.	Yes	Nil
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.	NA	Nil
13	**Additional Non-compliances, if any:** No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	NA	Nil

We further report that the listed entity **is not required to comply** with the disclosure requirements pertaining to Employee Benefit Scheme documents under Regulation 46(2)(za) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as the said regulation is **not applicable** to the listed entity during the Review Period.

Assumptions & Limitation of Scope and Review:

a. Compliance of the applicable laws and ensuring the authenticity of the documents and information furnished are the responsibilities of the management of the listed entity.

b. Our responsibility is limited to reporting on the basis of our examination of relevant documents and information made available to us. This is neither an audit nor an expression of opinion.

c. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity

d. This Report is intended solely for the purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It should not be construed as an assurance regarding the future viability of the listed entity or of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For G.V and Associates
Company Secretaries

G. Vasudevan
Partner
FCS No.:6699
C P No.:6522

Date:24.05.2025
Place: Coimbatore
ICSI UDIN: F006699G000428956