

May 26, 2025

To  
Listing Department,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai – 400 001

Scrip Code: 500306  
ISIN: INE903A01025

**Sub.: Annual Secretarial Compliance Report for the financial year ended March 31, 2025**

**Ref: Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report of Jaykay Enterprises Limited for the financial year ended March 31, 2025, issued by M/s. Varuna Mittal & Associates, Practicing Company Secretaries and Secretarial Auditor of the Company.

This disclosure will also be hosted on the Company's website viz. [www.jaykayenterprises.com](http://www.jaykayenterprises.com).

You are requested to kindly take the above information on record.

Thanking you

Yours faithfully,

**For Jaykay Enterprises Limited**

**Shikha Rastogi**  
**Company Secretary and Compliance Officer**

Encl.: As above



# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

### SECRETARIAL COMPLIANCE REPORT OF JAYKAY ENTERPRISES LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015)

To,  
The Board of Directors  
**JAYKAY ENTERPRISES LIMITED**  
Kamla Tower, Kanpur, Uttar Pradesh 208001

We have conducted the Secretarial review of the compliance of the applicable statutory provisions, as mentioned hereinbelow and the adherence to corporate practices adopted by **JAYKAY ENTERPRISES LIMITED** (hereinafter referred as 'the listed entity'), in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained and the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We Varuna Mittal & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by **JAYKAY ENTERPRISES LIMITED** ("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 certification,

for the financial 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

VARUNA  
MITTAL

Digitally signed  
by VARUNA  
MITTAL  
Date: 2025.05.26  
13:04:01 +05'30'

# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

- (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 during the period under review**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the period under review**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable during the period under review**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the period under review**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;
- (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009. **Not Applicable during the period under review**

and circulars/guidelines issues 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.	NIL
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	

VARUNA MITTAL  
Digitally signed by  
VARUNA MITTAL  
Date: 2025.05.26  
13:04:18 +05'30'

# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	NIL
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	

We have examined the compliance of above regulations, circulars, guidelines issued thereunder as applicable during the period under review and based on the confirmations received from management of the Company as and wherever required, the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
2	<b>Adoption and timely updating of the Policies:</b>  i. All applicable policies under SEBI regulations are adopted with the approval of board of directors of the listed entities  ii. 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	-

VARUNA  
MITTAL

Digitally signed by  
VARUNA MITTAL  
Date: 2025.05.26  
13:04:31 +05'30'

# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

3	<b>Maintenance and disclosures on Website:</b> i. The Listed entity is maintaining a functional website ii. Timely dissemination of the documents/ information under a separate section on the website iii. 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	-
4	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5	<b>Details related to Subsidiaries of listed entities have been examined w.r.t:</b>  (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Yes	-
6	<b>Preservation of Documents:</b> 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	-
7	<b>Performance Evaluation:</b> 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	-
8	<b>Related Party Transactions:</b> (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.	NA	During the year under review, all the related party transactions occurred with the prior approval of the Audit Committee of the Company.
9	<b>Disclosure of events or information:</b>  The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015	Yes	-

VARUNA  
MITTAL  
Digitally signed  
by VARUNA  
MITTAL  
Date: 2025.05.26  
13:04:42 +05'30'

# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

	within the time limits prescribed thereunder.		
10	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> 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 with respect to the listed entity.	Yes	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 with respect to the listed entity.
12	<b>Resignation of Statutory Auditors from listed entities and their material subsidiaries:</b>  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 entity.	NA	The statutory auditors have not resigned during the year.
13	<b>Additional non-compliances, if any:</b>  No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.

### Assumptions and 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. The management has confirmed that the records submitted to us are true and correct.
3. We have not verified the correctness and appropriateness of financial Records and books of accounts of the listed entity.

VARUNA  
MITTAL

Digitally signed  
by VARUNA  
MITTAL  
Date: 2025.05.26  
13:04:55 +05'30'

# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

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.
5. This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report which have been complied by the Company up to the date of March 31, 2025 pertaining to financial year 2024-2025. The compliance of the provisions of laws, regulations and standards applicable on the Company is the responsibility of the management.
6. 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 the 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 our opinion.

**For Varuna Mittal & Associates**  
**Company Secretaries**  
Firm Registration No. S2020DE762400  
Peer Review Certificate No. 6087/2024

VARUNA  
MITTAL

Digitally signed by  
VARUNA MITTAL  
Date: 2025.05.26  
13:05:09 +05'30'

Varuna Mittal  
Membership No.: 57727  
Certificate of Practice: 23575  
UDIN: A057727G000438241

**Date:** 26.05.2025  
**Place:** New Delhi