

V K SHANKARAMANN

M.Com., F.C.S., B.G.L., D.L.T., D.L.A., M.B.A, M.Phil

Practising Company Secretary

Regd. Office : Kumaran Kudil, Flat No. A, Plot No.69, Anbu Nagar Main Road, Alwarthirunagar, Chennai - 600 087.
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Annual Secretarial Compliance Report Of
M/S MARIS SPINNERS LIMITED (CIN: L93090TN1979PLC032618)
for the financial year ended March 31, 2026
(Pursuant To Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, V. K. Shankaramann, have examined:

- (a) all the documents and records made available to us, and explanation provided by **Maris Spinners Limited (CIN: L93090TN1979PLC032618)** ("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 ,2026** ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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.
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; *
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) (other regulations as applicable) and circulars/ guidelines issued thereunder.

***(Not Applicable to the listed entity during the review period)**



V K S & ASSOCIATES
Company Secretaries

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Based on the above examination, I hereby report that, during the Review Period:

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder and Compliance status of the listed entity is appended as below:

I. 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	Observation s Remarks of the Practicing Company Secretary	Management Response	Re- mark s
	Regulation 24A Non compliance with submission of Secretarial Audit report – March 2025 in XBRL format. The company has paid the penalty fine of Rs.61360/- under Protest. (vide UTR :KVBLH00240426416 dt.267.2025)									

II. 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 31 March 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
	In 2025-26, there was an inadvertent (non-compliance with submission of Secretarial Audit Report in XBRL format), had been resolved with SEBI. The management assures that necessary measures and internal checks are being strengthened to ensure timely compliance with all the applicable SEBI regulations going forward.					

III. We hereby report that, during the Review Period, the compliance status of the listed entity is appended as below:

Sl. No.	Compliance Requirement (Regulations/ Circulars/ guidelines including specific clause)	Compliance Status (Yes/No/ NA)	Observations/ Remarks of the 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 India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable-	YES	---

2.	<p>Adoption and timely updating of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of the 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	--- ---
3.	<p>Maintenance and disclosures on Website: (Reg 46 – Website Disclosures)</p> <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 YES YES	The Listed Entity is in the process of updating in accordance with the SEBI LODR --
4.	<p>Disqualification of Director None of the Director(s) of the Company is / are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity</p>	YES	---
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	YES YES	--- ---
6.	<p>Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of reservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	YES	---
7.	<p>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.</p>	YES	---

8.	<p>Related Party Transactions</p> <p>(a) The listed entity has obtained prior approval of the Audit Committee for all related party transactions; or</p> <p>(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</p>	<p>YES</p> <p>NA</p>	<p>---</p> <p>The Company has obtained prior approval of the Audit Committee for all related party transactions entered during FY 2025-26.</p>
9.	<p>Disclosure of events or information:</p> <p>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.</p>	<p>YES</p>	<p>---</p>
10.	<p>Prohibition of Insider Trading</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations,2015</p>	<p>YES</p>	<p>---</p>
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>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 except as provided under separate paragraph herein.</p>	<p>NA</p>	<p>No such action(s) has been taken</p>
12.	<p>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 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</p>	<p>NA</p>	<p>Statutory Auditor did not resign during the year</p>
13.	<p>Additional Non-compliances, if any</p> <p>No additional non-compliance observed for any SEBI regulation / circular/guidance note etc.</p>	<p>NA</p>	<p>No such cases</p>

14.	<p>Requirements for disclosure of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR</p> <p>a) The scheme document shall be uploaded on the website of the listed entity after obtaining shareholder approval as required under SEBI (SBEB) Regulations, 2021</p> <p>b) The documents uploaded on the website shall mandatorily have minimum information to be disclosed to shareholders as per SEBI (SBEB) Regulations, 2021.</p> <p>c) The rationale for redacting information from the documents and the justification as to how such redacted information would affect competitive position or reveal commercial secrets of the listed entity shall be placed before the board of directors for consideration and approval.</p>	NA	The company does not have any Employee stock option scheme
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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. It is the responsibility of the Company's management to maintain records and establish appropriate systems for ensuring compliance with applicable SEBI Regulations, circulars, and guidelines issued from time to time and to ensure the adequacy and operational effectiveness of such systems
6. The audit was conducted in accordance with the Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India (QCSI), involving such examinations and verifications as deemed necessary and adequate for the purpose

Place: Chennai

Date: 20.05.2026

FOR VKS&ASSOCIATES
Company Secretaries



V K Shankararamann
F.C.S No. 5592
C.P. No.5255
QR code: 74
PR Code :332

UDIN: **F005592H000414638**