

General information about company	
Scrip Code*	544061
NSE Symbol*	AZAD
MSEI Symbol	NOTLISTED
ISIN	INE02IJ01035
Name of the listed entity	Azad Engineering Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Date of Reporting to Exchange	30-05-2025
Whether any observations reported by the Secretarial Auditor	Yes
The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.	Yes
In previous, Any actions taken against the listed entity/its promoters/directors/its material subsidiaries either by SEBI or by stock exchanges (including under the Standard operating procedures issued by SEBI through various circulars).	No
Is there any observation made in the previous report	Yes
Name of the Certifying Firm	ASHISH KUMAR GAGGAR
Name of the practicing Company Secretary issuing the report	ASHISH KUMAR GAGGAR
Membership Type	FCS
ACS/FCS No.	6687
UDIN	F006687G000505977
CP No.	7321
Place of PCS	Hyderabad
PCS Report Date	30-05-2025

Regulations			
Sr No	Regulation	Applicability during the period under review (Yes/No)	Any Observation (Yes/No)
1	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes	Yes
2	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018	Yes	No
3	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Yes	Yes
4	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018	No	No
5	Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Yes	No
6	Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021	Yes	No
7	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Yes	Yes
8	<b>Specify any other regulation applicable to the Company</b>		
1	Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018	Yes	No

Current Report													
Sr No	Compliance requirement (regulations/circulars/ guidelines including specific clauses)	Regulation Name/ SEBI Circular number	Regulation Number/ circular dated	Deviations	Action taken by	Name of Other Regulatory Body	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/ Warning, etc.)	Details of other action taken	Details of violation	Fine Amount	Observations/remarks of the practising Company Secretary, if any	Management Response	Remarks
1	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 23 (9)	Non-compliance with disclosure of related party transactions on consolidated basis for the half year ended 31st March 2024	Stock Exchange		Fine		Non-compliance with disclosure of related party transactions on consolidated basis.	23600	The Company has duly paid the Fine. Rs. 11800/- by BSE and Rs. 11800/- by National Stock Exchange of India Limited	The Company has duly paid the Fine.	
2	SEBI (SAST) Regulations, 2011	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Regulation 31(4)	Late submission of Declaration under Regulation 31(4) of SEBI (SAST) Regulations, 2011 from the Promoters of the Company	Stock Exchange		Clarification		Delay in submission of Declaration under Regulation 31(4) of SEBI (SAST) Regulations, 2011		Delay in submission of Declaration under Regulation 31(4) of SEBI (SAST) Regulations, 2011	This is to clarify that we have received the confirmation from the promoter of the company on April 05, 2024 and this being the first year post the listing of the company on December 28, 2023 the confirmation was awaited from the statutory auditors in order to capture the same in the yearly financials, hence the delay. However, we have complied with the provision on April 22, 2024 and going ahead we give assurance to you that the	

												disclosures will be in the stipulated time frame.	
3	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	clause 12 and 13 of Schedule B	The Company has failed to intimate to the stock exchange about the Violation of Code of conduct by certain designated person and the Company is yet to impose penalty for such Violations	PCS		Advisory		The Company has failed to intimate to the stock exchange about the Violation of Code of conduct by certain designated person and the Company is yet to impose penalty for such Violations		The Company has failed to intimate to the stock exchange about the Violation of Code of conduct by certain designated person and the Company is yet to impose penalty for such Violations	This is under review, and appropriate action will be initiated as per our policy on prohibition of insider Trading.	

Previous Report													
Sr No	Compliance requirement (regulations/circulars/ guidelines including specific clauses)	Regulation Name/ SEBI Circular number*	Regulation Number/ circular dated	Deviations	Actions taken by	Name of Other Regulatory Body	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/ Warning, etc.)	Details of other action taken	Details of violation	Fine Amount	Observations of the practicing Company secretary in the previous reports	Observations made in the secretarial compliance report for the year ended. (the years are to be mentioned)	Comments of the practicing company secretary or the actions taken by the listed entity
1	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 30(2)	Delay in submission/filing of Intimation of Schedule date of Analyst/Investor Earnings Conference Call with the Stock Exchanges by 2 days.	Stock Exchange		Clarification		Delay in submission/filing of Intimation of Schedule date of Analyst/Investor Earnings Conference Call with the Stock Exchanges by 2 days.		Delay in submission/filing of Intimation of Schedule date of Analyst/Investor Earnings Conference Call with the Stock Exchanges by 2 days.	NA	NA
2	Regulations 27 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulations 27 and other applicable provisions	Filing of report regarding the Provisions pertaining to Audit Committee Meetings. Quorum not met for the Audit Committee Meeting held on	Stock Exchange		Clarification		Filing of report regarding the Provisions pertaining to Audit Committee Meetings. Quorum not met for the Audit Committee Meeting held on		Provisions pertaining to Audit Committee Meeting Quorum not met for the Audit Committee Meeting held on December 6, 2023 and	2023-2024	The Company Clarification Letter dated 22.01.2024 regarding the query for the provision pertaining to Audit

				December 6 2023 and December 14,2023					December 6 2023 and December 14,2023		December 14,2023		Committee Meeting Quorum n met for the meeting held on December 6, 2023 an December 14,2023 stating tha there was appropriat Quorum as required in SEBI Listing Regulation 2015 and due to inadverten error occurred in reporting o the No. of Members present in the Meetin
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Affirmation			
Sr No	Regulation	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)	Yes	NA
2	<b>Adoption and timely updation of the Policies</b>		
(a)	All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	Yes	NA
(b)	All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	NA
3	<b>Maintenance and disclosures on Website</b>		
(a)	The Listed entity is maintaining a functional website	Yes	NA
(b)	Timely dissemination of the documents/ information under a separate section on the website	Yes	NA
(c)	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	NA
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	NA
5	Details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	NA
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	Yes	NA
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	NA
8	<b>Related Party Transactions</b>		
(a)	The listed entity has obtained prior approval of Audit Committee for all Related party transactions	Yes	
(b)	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	NA	The listed entity has obtained prior approval of Audit Committee for all related party transaction
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 within the time limits prescribed thereunder	Yes	NA
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	NA
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/	No	A penalty has been imposed on the Company by BSE and NSE for an amount of Rs. 10000/- each (plus GST) for non-compliance of Regulation 23(9) of SEBI (Listing

	directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column		Obligations and Disclosure Requirements) Regulations, 2015
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(is) 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	There has been no change in statutory auditor of the company.



