

30th May, 2025

To,
Bombay Stock Exchange Limited
PJ Towers, Dalal Street,
Mumbai-400001

Dear Sir/Madam

Scrip Code: 542670

Sub: Annual Secretarial Compliance Report for the Year Ended 31st March, 2025.

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read along with CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report of the Company issued by CS Aakruti Somani, Practicing Company Secretary for the year ended 31st March, 2025.

This is for the information of the exchange and the members.

Please take the note of above

Thanking You.
Yours Faithfully,

For Artemis Electricals and Projects Limited

SHIVKUMAR CHHANGUR SINGH
Whole Time Director and CFO
DIN: 07203370

ARTEMIS ELECTRICALS AND PROJECTS LIMITED

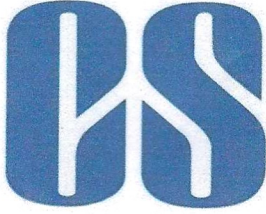
(Formerly Known as Artemis Electricals Limited)

CIN: L51505MH2009PLC196683

Registered Office: Artemis Complex, Galano.105&108, National Express Highway, Vasai (East) Thane
MH 401208

Email: contact@artemiselectricals.com Phone: 26530164/9869145127

Web site: www.artemiselectricals.com



Aakruti Somani
(Practicing Company Secretary)

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Indore (M.P.) 452002

Email Id: somaniaakruti31@gmail.com

Mobile no.: +91 9584444155

PAN: GHJPS7273H

**Secretarial Compliance Report of Artemis Electricals and Projects Limited for the Financial
Year ended 31st March, 2025**

I, **Aakruti Somani, Practicing Company Secretary** have examined:

- (a) all the documents and records made available to us and explanation provided by **Artemis Electricals and Projects 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 year ended 31st March, 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
- (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 Non-Convertible Securities) Regulations, 2021- *Not Applicable during the period under review*;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Any other regulation as applicable.

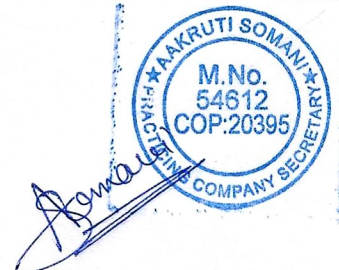
and circulars/ guidelines issued thereunder and based on the above examination,



We hereby report that, during the Review Period:

1. (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. | Regulation 33 of SEBI (LODR) Regulations, 2015, the listed entity shall submit quarterly and year to date standalone financial results to the Stock exchange within 45 days of end of each quarter (other than last quarter) along with limited review report or Audit report as applicable. | Regulation 33 of SEBI(LODR) Regulations, 2015 | The Company has made delay in submission of the financial results within the period prescribed under this regulation | BSE Limited | Fine imposed | The Company has not submitted the disclosure in the specified time frame | 23,600 (inclusive of GST) | The Company has paid the requisite fine on 19 th April 2024. | Due to delay in finalisation of Financial results | The Company has paid the requisite fine |
| | Regulation 24A of SEBI(LODR) Regulations, 2015, the 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. | Regulation 24A of SEBI (LODR) Regulations, 2015. | The Company has made delayed submission of the report | BSE Limited | Fine imposed | The Company has not submitted the report in the specified time frame | 1,46,320 (inclusive of GST) | The Company has paid the requisite fine on 30 th August, 2024. | Due to delay in Finalisation of Financial Results. | The Company has paid the requisite fine |
| 3 | Regulation 33 of SEBI (LODR) Regulations, 2015, the listed entity shall submit | Regulation 33 of SEBI(LODR) Regulations, 2015 | The Company has made delay in submission | BSE Limited | Fine imposed | The Company has not submitted the disclosure in the | 3,00,900 (inclusive of GST) | The Company has paid the requisite fine on 30 th August 2024. | Delay in finalisation of Financial results due to statutory | The Company has paid the requisite fine |



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|---|---|--|--|-------------|--------------|--|---------------------------|---|---|---|
| | quarterly and year to date standalone financial results to the Stock exchange within 45 days of end of each quarter (other than last quarter) along with limited review report or Audit report as applicable. | | sion of the financial results within the period prescribed under this regulation | | | specified time frame | | | audit queries. | |
| 4 | Regulation 29 of SEBI (LODR) Regulations, 2015-The Company shall give an advance notice of at least 2 working days for Financial Results | Regulation 29 of SEBI (LODR) Regulations, 2015 | Delay in furnishing prior intimation about the meeting of the board of directors | BSE Limited | Fine imposed | The Company has not submitted the disclosure in the specified time frame | 11,800 (inclusive of GST) | The Company has paid the requisite fine on 30 th August 2024 | Meeting held at Shorter notice and without Intimation | The Company has paid the requisite fine |

(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) (PCS) | Observations made in the secretarial compliance report for the year ended 31 st March, 2023 | 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 | The Company has paid the requisite fine on parts on 28 th June, 2023, 21 st July 2023 and 03 rd August, 2023 respectively. | The Company has paid the requisite fine on parts on 28 th June, 2023, 21 st July 2023 and 03 rd August, 2023 respectively. | Regulation 24A of SEBI(LODR) Regulations, 2015, the 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 Company has not submitted the report in the specified time frame | The Company has paid the fine of Rs. 98,000 (inclusive of GST) to BSE limited | Fine paid by the Company and file the application of waive of the fine imposed by the Stock Exchange |

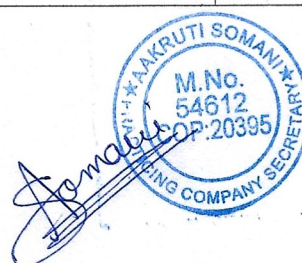


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| 2. | The Company has paid the requisite fine on 19th July 2023. | The Company has paid the requisite fine on 19th July 2023. | Regulation 33 of SEBI (LODR) Regulations, 2015, the listed entity shall submit quarterly and year to date standalone financial results to the Stock exchange within 45 days of end of each quarter (other than last quarter) along with limited review report or Audit report as applicable. | The Company has not submitted the disclosure in the specified time frame | The Company has paid the fine of Rs. Rs. 2,59,600 (inclusive of GST) to BSE limited | Fine paid by the Company and file the application of waive of the fine imposed by the Stock Exchange |
| 3. | The Company has paid the requisite fine on 28 th August 2023 | The Company has paid the requisite fine on 28 th August 2023 | Regulation 29(2) 29(3) of SEBI (LODR) Regulations, 2015- The Company shall give an advance notice of at least 5 working days for Financial Results | The Company has not submitted the disclosure in the specified time frame | The Company has paid the fine of Rs. Rs. 11,800 (inclusive of GST) to BSE limited | Fine paid by the Company and file the application of waive of the fine imposed by the Stock Exchange |
| 4. | The Company has paid the requisite fine on 01 st April, 2024 | The Company has paid the requisite fine on 01 st April, 2024 | Regulation 33 of SEBI (LODR) Regulations, 2015, the listed entity shall submit quarterly and year to date standalone financial results to the Stock exchange within 45 days of end of each quarter (other than last quarter) along with limited review report or Audit report as applicable. | The Company has not submitted the disclosure in the specified time frame | The Company has paid the fine of Rs. Rs. 11,800 (inclusive of GST) to BSE limited | Fine paid by the Company and file the application of waive of the fine imposed by the Stock Exchange |
| 5. | The Company has paid the requisite fine on 01 st April, 2024 | The Company has paid the requisite fine on 01 st April, 2024 | Regulation 29(2) 29(3) of SEBI (LODR) Regulations, 2015- The Company shall give an advance notice of at least 5 working days for Financial Results | The Company has not submitted the disclosure in the specified time frame | The Company has paid the fine of Rs. Rs. 11,800 (inclusive of GST) to BSE limited | Fine paid by the Company and file the application of waive of the fine imposed by the Stock Exchange |

2. We hereby report that, during the Review Period the compliance status of the listed entity with the following requirement:



| 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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable. | YES | N.A. |
| 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 have been reviewed & updated on time, as per the regulations/ circulars/ guidelines issued by SEBI | YES | N.A. |
| 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 | N.A. |
| 4. | 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. | YES | N.A. |
| 5. | Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries | (a) N.A (b) YES | The Listed Entity does not have any material subsidiary. In terms of Other Subsidiaries Company has one subsidiary Company and it complies with all disclosure requirement. |
| 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 | N.A. |
| 7. | Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the | YES | N.A. |



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| | start of every financial year/during the financial year as prescribed in SEBI Regulations | | |
| 8. | Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (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. | YES | Prior Approval was taken for all Related Party Transactions. |
| 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 thereunder. | YES | N.A |
| 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 | N.A. |
| 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 except as provided under separate paragraph herein. | YES | N.A |
| 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 | The Statutory Auditor has resigned during FY under review thus to fill the casual vacancy caused by the resignation of M/s. LLB & Co., the Board at its meeting held on December 12, 2024, approved the appointment of M/s Agarwal Tibrewal & Co. Chartered Accountants, (Firm Registration No. 328977E), as the Statutory |



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| | | | Auditors of the Company till the conclusion of next Annual General Meeting of the Company to be held in calendar year 2025. |
| 13. | Additional non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. | YES | No additional non-compliances observed during FY under review. |

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

Aakruti Somani
Practising Company Secretary
Mem No: A54612
C P No.: 20395
PRN: 2083/2022
UDIN: A054612G000504380

Place: Indore
Date: 30/05/2025

